

THE PRAIRIE ENTHUSIASTS, INC.
Board Meeting Minutes
Tuesday, January 26, 2010
7:00 pm
via Teleconference

ACTION ITEMS IN **RED**

The meeting of the Board was called to order at 7:01 pm by President Evanne Hunt.

1. Roll Call

ATTENDEES:

Directors: Evanne Hunt, Jack Kussmaul (arrived a few minutes late), Nick Faessler, Clarence Malick, Bill Hogseth, Jessica Bolwahn for Jim Rogala, Richard Henderson, Paul Rode, Ann Woldt, Linda Lynch, Richard Oberle, Brad Glass

Staff: Carol Winge, Victoria Oberle, Dani Stolley (arrived a few minutes late)

Guests: Jon Traver, Carol Hardin

Evanne Hunt introduced our new board member representing the Southwest Chapter—Linda Lynch. All welcomed Linda aboard.

Jon Traver was present to present the year end report on the endowment funds and to report on rebalancing the funds. He had another commitment so Evanne noted that we would discuss item 4 on the agenda first.

2. Endowment Funds Report

Jon Traver presented a brief overview of the endowments, what they are and how they are set up. He also provided an overview of the Investment Fund policy. It calls for an annual rebalancing to a 60/40 (stock/bonds) investments. The Trust Trustees are to meet annually to decide how to rebalance the funds in the Trust.

Jon reported that the stock percentage this year was about 65-66%. The policy dictates we sell stock and invest in bonds to re-establish the 60/40 split. The Trust Trustees met in early January and approved that rebalancing. Jon noted that the Trust Trustees decided to leave \$1,800 in cash in the Easement Monitoring Endowment to use if this program gets going in 2010.

Jon also reported that all of the endowments and the trust are above cost for the first time since the stock market collapse. He ended his report by saying that all information is available. If anyone wants to see anything to let Carol Winge know.

In accordance with the Trust document, the TPE Board shall take action with regard to 2009 income distribution from the Trust to TPE. If the Board wishes to decline all or part of the income distribution, it must provide written notice to the trustees of the Trust between January 1

and April 15, 2010. A motion was made by Rich Henderson and seconded by Paul Rode to decline the income distribution from the TPE Trust for 2009. The motion carried unanimously.

3. Meeting Minutes

A motion was made by Clarence Malick and seconded by Brad Glass to accept the Minutes of November 12, 2009.

On page 3 of the minutes, last paragraph, first sentence Rich Henderson noted that it is not State Stewardship Funds that don't allow us to name a prairie after someone. A motion was made by Clarence Malick and seconded by Bill Hogseth to amend the minutes to include the following "[Rich Henderson subsequently informed the Board that the limit on names only applies to state natural areas and is only a desire.] Motion carried.

Rich Henderson stated his quote on page 5, under Item 10, Borah Creek Fundraising Appeal, needed to be amended. A motion was made by Clarence Malick and seconded by Brad Glass to amend the sentence to read, "Rich Henderson noted that how the Empire-Sauk Chapter operates and how he believes all chapters should be operating is that a project that a chapter takes on, the chapter takes on the costs for the project. Motion carried.

The motion to accept the minutes as amended carried unanimously.

4. Treasurer's Report

a. Statement of Financial Position December 31, 2009: Nick Faessler reported that as of December 31, 2009, total TPE cash on hand, which includes all chapter and central funds, is \$405,604.27. Rich Henderson noted that the unrestricted cash totaling \$349,477 for the most part, is earmarked for projects and grants, it is not just available.

Carol Winge reported that because our annual revenue exceeded \$400,000, we are required to have a full audit done for 2009. Rich Henderson asked if that total revenue includes grants. He thought grants could be excluded from the \$400,000 requirement. Carol will check once again with Claudia to confirm. (NOTE: Carol later confirmed that an audit will not be required.)

A motion was made by Paul Rode and seconded by Linda Lynch to accept the Treasurer's Report. Motion carried unanimously.

b. Board members reviewed the year end grants summary report provided by our accountant.

5. Membership Report

Victoria Oberle presented the membership report for the year 2009 as compared to 2008. It shows an increase in membership of 92 members from 2008. Total new members for 2009 were 99, up slightly from 2008.

Victoria will handle complimentary memberships as she did last year. She will send a list of complimentary members to each Chapter President and ask them to respond by February 15. If

she does not hear back from the chapters, the complimentary membership will automatically be renewed and money allocated. The cost of each complimentary membership is \$10.

6. Board Development/Fundraising and Endowment Committee

Plans for February Development Training Workshop: Dani Stolley outlined plans for the fundraising workshop to be held on Sunday, February 28 at the Peppercorn in Monroe. She encouraged all chapter leadership to attend.

Rich Henderson stressed that he would like to have a session to explain why we need to raise money presented during this workshop and he is willing to present this. It was agreed that he should do this.

7. Land Management Committee

Rich Henderson shared his concern that we send out donation acknowledgement letters that state the donor did not receive any goods or services for the donation. However, if a landowner is making a contribution for a burn, he thinks this could be a problem. We can do burns for hire, our insurance allows that, but the issue is the landowner making a donation and getting a tax write off when he is receiving goods or services in exchange for that donation.

Jack Kussmaul suggested that any donation be made at another time like during the annual appeal but not at the time of the burn and that we certainly don't ask for any money.

Brad Glass suggested that our policy should be that we don't ask for any money for a burn. He recommended we get an opinion from an IRS-knowledgeable attorney on this issue.

ACTION: Carol Winge will contact Gathering Waters to seek their opinion/advice on this issue and report back to the Board.

Rich Henderson also talked about chapters doing burns that may not be tied closely to our conservation mission and thus doing burns on those private lands that may be providing private benefit without contributing much, if anything, to our mission. He thinks we are not allowed to do this. He feels we should encourage everyone to focus on our mission. We may not have enough volunteers to be able to burn the lands that we are managing and protecting and burn these private CRP fields as well. Jessica Bolwahn noted that burning CRP fields could be an educational opportunity. Often these fields provide buffer zones; they can provide burn training opportunities; they can provide shelter for birds and educational opportunities to learn about prairie restoration. Our website talks about all of these aspects. She further noted that every chapter is different and has different terrain. Chapters sit down and discuss their burns and how they fit with our mission.

The Board members' consensus was that they are comfortable with these burns and the chapters making these decisions.

Rich Henderson reported that the Land Management Committee is working on finalizing a burn policy but it will not be in place for this year's burn season. Our insurance company is

comfortable with where we are at for now. The committee will continue to work on the policy and have it in place by the end of the year.

8. Land Protection Committee

Jack Kussmaul reported on the status of the Sylvan Road Offer to Purchase. The offer was extended by the Southwest Chapter to Iowa County for just over \$300,000 to purchase 90 acres of land. The offer had a number of contingencies, most notably that 10% of the purchase price would come back to TPE as an endowment for the property and that approval by the TPE Board would be required within 60 days of the offer being accepted.

Iowa County just realized that a portion of the railroad right of way is not owned by the county. The owner may have let the taxes become delinquent. The county wanted to know if we wanted to delay our offer until they get this all sorted out and it was agreed that we should not delay the offer. If the county accepts the offer, they are required to provide us with good title to the entire parcel at closing. They would have a year to acquire title from the owner of the railroad right of way. If unable to do so, we could negotiate a lower purchase price at that time. The offer was on Iowa County's agenda for their January 19 meeting, but just before the meeting they took it off the agenda. Jack noted our offer expires at the end of the month. Brad Glass reported that he talked with the county today and it appears they will take up the offer yet this month.

Rich Henderson reported that this is a worthwhile project if we can get it. He noted that the DNR feels it is an important property that should be protected. DNR cannot find anything that would indicate that the county cannot sell the property.

Based on the above and the fact that the TPE board has 60 days after the offer is accepted to approve it, Jack Kussmaul made a motion, seconded by Brad Glass, to defer this item to our February 26, 2010 meeting. The motion carried unanimously.

9. Membership Committee

Evanne Hunt presented the amended Membership Committee Charter. The committee feels that outreach should be a part of their charter. A motion was made by Richard Oberle and seconded by Paul Rode to accept the name change and amended charter as presented. Motion carried.

Evanne Hunt presented a Membership Communication Plan that provides information on how staff processes donations and memberships. Rich Henderson stated the plan does not address a plan for how to handle membership for donations of large amounts of money. He shared that there are large donors who are offended when they receive a membership renewal notice. Is it possible to have a plan to make donors of large sums of money automatic members?

Evanne Hunt responded that chapters always have an option to make someone a complimentary member and pay for that. But there are implications to chapter and central revenue to providing a "life membership." We had a life member program several years ago and dropped the program.

There was discussion about providing an automatic membership at a certain level of donations. It was noted that large donations are often restricted for a particular project and chapter.

It was agreed to place this item on the agenda for further discussion at the February 26, 2010, Board meeting.

OLD BUSINESS

10. Update on LTA Accreditation Program

Jack Kussmaul reported that he contacted LTA to find out about an assessment. The Land Trust Alliance can provide people to do this or there are private companies we can contract with. The normal cost runs between \$2,500-\$4,500.

NEW BUSINESS

11. Review and Approve 2010 Proposed Chapter/Central Budgets

A motion was made by Clarence Malick and seconded by Rich Henderson to approve the Chippewa Savannas Chapter 2010 proposed budget as presented. Motion carried unanimously.

A motion was made by Paul Rode and seconded by Rich Henderson to approve the Coulee Region Chapter 2010 proposed budget as presented. Board members questioned the expenditure for equipment. Jessica Bolwahn stated the chapter will be pursuing a grant to purchase the equipment. If they do not get the grant, the chapter will have to discuss what to do. Motion carried unanimously.

A motion was made by Paul Rode and seconded by Brad Glass to approve the Empire-Sauk Chapter 2010 proposed budget as presented. Motion carried unanimously.

There was discussion on the NIPE Chapter budget. Rich Henderson asked if the chapter hires out for professional services (budgeted \$12,000 in this category for 2010). Paul Rode replied that they do. Regarding field work, line item 8260, the board would like to see detail for this \$4,000 proposed expenditure. Evanne asked that the chapter use the same accounting codes that are in place for all of our accounts. Paul Rode will talk with the chapter treasurer about this. Rich Henderson asked if \$8,000 in contributions was realistic. Paul Rode responded the chapter felt it was.

A motion was made by Clarence Malick and seconded by Richard Oberle to table approval of the NIPE 2010 proposed budget until the February 26 Board meeting. Motion carried. Paul Rode opposed the motion.

A motion was made by Richard Oberle and seconded by Clarence Malick to approve the Prairie Sands Chapter 2010 proposed budget as presented. Motion carried unanimously.

Evanne Hunt noted that the amount budgeted for conference revenue in line item 471 of the Prairie Bluff Chapter proposed budget was too high. This needed to be changed to \$2,000. A motion was made by Clarence Malick and seconded by Bill Hogseth to approve the Prairie Bluff Chapter 2010 proposed budget as amended. Motion carried unanimously.

A motion was made by Clarence Malick and seconded by Ann Woldt to approve the Prairie Smoke Chapter 2010 proposed budget as presented. Motion carried unanimously.

Clarence Malick raised a question regarding the Southwest Chapter budget regarding \$5,000 budgeted for land survey costs. The comments indicated this was for Borah Creek. A survey had already been done for Borah Creek. It was determined that the comment was in error. The amount budgeted would be for Mirk and Lancaster properties. A motion was made by Rich Henderson and seconded by Clarence Malick to approve the Southwest Chapter 2010 proposed budget with the correction for land survey costs comments. Motion carried unanimously.

A motion was made by Rich Henderson and seconded by Richard Oberle to approve the St. Croix Valley Chapter 2010 proposed budget as presented. Motion carried.

The Board reviewed the 2010 proposed budget for Central. Rich Henderson noted that we need to add a line item for income and expenses for Easement Monitoring as money has been set aside from the Easement Monitoring Endowment in the amount of \$1,800 to fund this program this year. A motion was made by Nick Faessler and seconded by Clarence Malick to approve the Central 2010 proposed budget as amended. Motion carried..

12. Recommendation to Change TPE Bylaws

A motion was made by Evanne Hunt and seconded by Richard Oberle to change Article IV, Section 2, Election and Term of Office of the TPE Bylaws as follows: TPE officers be elected for two-year terms and can serve a maximum of three consecutive terms.

Board members did not feel prepared to vote on this motion and requested more time to think about it.

A motion was made by Rich Henderson and seconded by Richard Oberle to amend the motion to postpone this item to our next Board meeting. The amended motion carried.

13. Recommendation to Endorse WI Conservation Lobby Day

No action. Evanne Hunt reported that she attended on behalf of TPE.

14. TPE T-Shirt Sales Proceeds

Evanne Hunt reminded the Board that they agreed that \$5.00 from each TPE T-shirt sold annually would be donated to an endowment of the Board's choosing. In 2009 we sold 15 t-shirts for a total of \$75 that we can transfer to an endowment fund. Rich Henderson was not in favor of transferring small amounts into the endowments and felt we should not take any action. Evanne noted that we advertise the t-shirts this way. We need to honor the commitment that a portion of the sales go to the endowments. A motion was made by Rich Henderson and seconded by Brad Glass to not allocate the money to an endowment until it reaches \$1,000. Motion carried unanimously.

15. Fire Management Equipment Needs

Rich Henderson announced that Jim Rogala will send out an email to take orders for fire management needs.

16. 2010 Conference/Banquet Update

Nick Faessler reported that we now have all sessions and speakers confirmed.

Carol Winge reminded Board members to let her know no later than February 1 if they were planning to present a chapter volunteer of the year award and if they wanted to have a vendor booth at the conference.

17. Prairie Enthusiast of the Year

A list of candidates was presented. A motion was made by Clarence Malick and seconded by Bill Hogseth for the 2010 Prairie Enthusiast of the Year. Motion approved unanimously.

18. Reminder of Future Board Meeting Dates

Evanne Hunt reminded all Board members of Board meeting dates for the year as printed on the agenda.

A motion was made by Linda Lynch and seconded by Paul Rode to adjourn. Motion carried and the meeting adjourned at 9:37 pm.

Respectfully submitted,

Carol A. Winge
TPE Business Manager
Clarence Malick
Corporate Secretary

THE PRAIRIE ENTHUSIASTS, INC.
Board Meeting Minutes
Friday, February 26, 2010
7:00 pm
AmericInn, Monroe, WI

ACTION ITEMS IN RED

The meeting of the Board was called to order at 7:02 pm by President Evanne Hunt.

1. Roll Call

ATTENDEES:

Directors: Evanne Hunt, Jack Kussmaul, Nick Faessler, Bill Hogseth, Jessica Bolwahn for Jim Rogala, Richard Henderson, Paul Rode, Ann Woldt, Linda Lynch, Richard Oberle, Brad Glass

Absent: Clarence Malick, Jim Rogala

Staff: Carol Winge, Victoria Oberle, Dani Stolley

Guests: Tom Brock, Barbara Glass

2. Meeting Minutes

Jack Kussmaul amended the first sentence of the third paragraph under Endowment Funds Report to read, "Jon also reported that all of the endowments and the trust are above cost for the first time since the stock market collapse."

A motion was made by Richard Oberle and seconded by Paul Rode to accept the Minutes of January 26, 2010 Board Meeting as amended. Motion carried.

There were no reports for items 3-5 on the agenda.

3. Membership Report

Victoria Oberle distributed the December 31, 2009 membership report. The report reflected memberships by chapter and total memberships for the year ended 2009.

4. Gathering Waters Workshop Summary

Linda Lynch reported on a Board Orientation Workshop she attended that was offered by Gathering Waters. She reported that one session provided information on policies structure. Procedures should be tied back to a policy and a number assigned to each policy so procedures can be easily tied back to a policy. We are going to need to do this as part of our LTA accreditation process. Gathering Waters has a model that we can use to help us with this. She is willing to collect models for us to use to develop a numbering system.

ACTION: Linda Lynch will collect models to use to develop a policy/procedures numbering system.

Jack reported that Ann Woldt is interested in taking on organizing the policies/procedures using the numbering system. So far the Accreditation Committee consists of Jack, Linda Lynch and Ann Woldt. A proposal for accreditation will be presented at our May meeting. Evanne stated she feels it is important to establish a case as to why we want to be accredited. Ultimately the process will make us a better organization.

ACTION: Jack Kussmaul and Linda Lynch will present a proposal for accreditation at the May 19, 2010 Board meeting. They will develop a list of what the benefits are to do this and why we want to do this.

5. Chapter Reports

Board members representing chapters provided information on chapter activities. Highlights included the SW chapter reporting that they will host our 2010 Annual Membership Meeting and Picnic at Borah Creek on Sunday, July 18.

Jack Kussmaul and Brad Glass provided an update on the status of the Sylvan Creek land purchase. At the moment it is in limbo. The chapter will continue to work with Iowa County.

Bill Hogseth reported that the Chippewa Savannas Chapter is in the process of purchasing burn equipment and building capacity. Evanne Hunt noted that the organization is here to help chapters by lending them money if they need help.

Rich Henderson reported that the Land Management proposal on prescribed burns will be coming in 2010. The Empire-Sauk Chapter has 50 burns scheduled for this spring. He also shared that the chapter is applying for a DNR Citizens Based Monitoring grant. The grant can be awarded for up to \$5,000.

Jessica Bolwahn reported that the Coulee Region Chapter has a half dozen burns scheduled for this spring. The chapter is hoping to offer more formalized burn training opportunities.

6. Membership and Outreach Committee

a. Evanne Hunt presented the recommendation of the committee to merge our current individual and family membership categories into one new basic membership category and call it the Blue Stem membership level at \$40.

Ann Woldt shared that \$40 appears to be at the higher end of comparable nonprofit organizations she researched on line. They range from \$25-\$35. In a recession, \$40 may be difficult. People may decide it is more important to put food on the table than pay their annual dues.

Board members were not in favor of changing our dues structure at this time. Rich Henderson stated that the benefit of membership is receiving the Prairie Promoter four times a year. But he believes the cost breakdown per member is around \$10. Bill Hogseth noted that the Prairie Promoter is our marketing tool and should be sent to everyone who contributes to TPE in some

way, by donation or dues or sales. All should be considered members. Carol Winge responded that because of the chapter/central membership dues split, it complicates treating all donations as dues and would impact the chapter revenues under our current system.

Victoria Oberle reported that we have an individual membership category and a family membership category; the names are not consistent with the rest of our membership categories which all have prairie flower names. Also the individual and family categories are confusing, are they for one person or multiple people? We have families that pay dues at the individual level. Do we accept that or ask them to pay the additional funds for a family membership?

Jack Kussmaul made a motion that we keep our \$25 membership level and change the name from Individual to Little Blue Stem; that we keep our \$40 membership level and change the name from Family to Big Blue Stem. Any nonmember who makes a contribution to TPE will be considered a chapter or at large complimentary member for one year. Any gift received before June 30 will be a complimentary member until December 31 of that year. Any gift received after July 1 will be a complimentary member until the next December 31. That way everyone will receive four issues of the Prairie Promoter. The motion was seconded by Brad Glass. Motion carried unanimously.

b. Evanne Hunt presented the recommendation regarding memberships for large donors. The Committee recommends that when anyone donates \$5,000 or more in cash, equipment or land, we will automatically extend their membership at their current membership level for one year from the date of their renewal. No money will be involved in this membership extension so there will be no split to chapters. We will send the donor a donation acknowledgement and include in the letter language to let them know that as a way of showing our appreciation for the donation, we have extended their membership for one year.

If we subsequently receive from that donor a membership renewal before the extended renewal date, Carol Winge will call the donor to remind them that TPE extended their membership. She will ask their intention and whether they are turning down the extension.

Any donations over \$1 million will be handled on a case by case basis, but will include some sort of membership extension.

A motion was made by Bill Hogseth and seconded by Richard Oberle to approve the recommendation of the Membership and Outreach Committee.

Rich Henderson expressed concern with the \$5,000 donation level. But after discussion agreed it was acceptable. He did request that the \$1 million be dropped to \$100,000 and it was agreed to make that change in the motion.

The motion, as amended, was voted on and approved unanimously.

c. A motion was made by Rich Henderson and seconded by Linda Lynch that the organization provide display boards to every chapter that wants one. The organization will pay for the display board but any chapter specific updates to it will be paid for by the chapter. Motion carried unanimously.

ACTION: Carol Winge will get orders from Chapters for display boards and coordinate placing the order and getting the boards to the Chapters. This will happen as soon as the TPE membership brochure is updated so they are consistent with each other.

OLD BUSINESS

7. Review and Approve Revised 2010 Proposed NIPE Budget.

Paul Rode presented the revised NIPE budget for 2010. It now reflects the TPE chart of account codes and provides explanation for large expense items. A motion was made by Richard Oberle and seconded by Jack Kussmaul to approve the NIPE 2010 proposed budget as presented. Motion carried unanimously.

8. Report Regarding Donations vs Payment for Services

Carol Winge provided Dana Chabot's comments regarding how to handle acknowledgement letters TPE sends out to people who may make donations but receive services for the donation. Basically, if the donation is not connected to services received, then our procedure should be fine.

9. Motion to Amend TPE Bylaws, Article IV, Section 2, Election and Term of Office

A motion was made by Richard Oberle and seconded by Brad Glass to amend the TPE Bylaws, Article IV, Section 2, Election and Term of Office to read as follows: Each officer shall hold office from the close of the annual meeting for a term of **two years**. No person may serve the same office for more than a maximum of three consecutive **two-year** terms. The person must step down from the office after filling these consecutive terms, and not serve again for **two years** before accepting a nomination again for the same office.

Jack Kussmaul noted that the officers have always been elected for two year terms but our bylaws don't reflect this. Linda Lynch stated that three consecutive two year terms is a long time. It was noted that an officer does not have to serve all of the terms, but may if they wish to and get elected to do so. Motion carried unanimously.

NEW BUSINESS

10. Discussion and Action to Amend TPE Bylaws to add Provision for Board Vote by Email

Evanne Hunt proposed we incorporate a provision into our TPE bylaws that permits decisions to be made by the board by email vote. Jack Kussmaul noted that business corporations almost always have a provision that permits the board of directors to take any action without a formal meeting if the board unanimously consents to the action. Email would be a way to do this. There are issues that are best not delayed two months until the next meeting. Email voting, however, makes it difficult to get unanimous consent because directors may be on vacation or simply not read their email in time. If we leave the bylaws as they are, special meetings only require a quorum.

A motion was made by Jack Kussmaul and seconded by Rich Henderson to amend Article III, Section 10, Special Meetings, of the TPE Bylaws as follows: Special meetings of the Board of Directors may be held at any time and place, **in person, by conference call or email**, for any purpose or purposes, unless otherwise prescribed by statute, on call of the President or Secretary, and shall be called by the Secretary on the written request of any two (2) directors. Motion carried unanimously.

11. Motion to Approve Resolution for Williams-Barneveld Creek Grant

The original resolution was adopted by the Board on February 7, 2008. It authorized Amy Staffen to act on behalf of TPE as administrator for the grant. Amy is no longer employed with TPE so the DNR is requesting us to amend the resolution to name a new administrator for the grant so they have it on file and can process reimbursement claims upon receipt.

A motion was made by Jack Kussmaul and seconded by Rich Henderson to approve the Aquatic Invasive Species Control Grants Resolution giving the TPE Business Manager authority to act on behalf of TPE to administer this grant. Motion carried unanimously.

OTHER BUSINESS

12. John Thomson Memorial Fund

Rich Henderson requested Board approval to establish an endowment for student interns. He recommended that memorials received to-date be placed in the endowment fund and that it be dedicated to support student interns for all chapters. As this fund grows, its earnings will be used in perpetuity to support paid student interns within the organization. Students in these positions will help with the restoration, management, inventory and biological monitoring of natural areas. The endowment would be called "The John Thomson Memorial Fund."

A motion was made by Rich Henderson and seconded by Bill Hogseth to create an endowment for the John Thomson memorial student internship program. Motion carried unanimously.

13. 2010 Board Challenge

Evanne Hunt challenged all Board members to make a donation to TPE outside of their dues or other donations made throughout the year; this one specifically designated Board Challenge. A motion was made by Rich Henderson and seconded by Ann Woldt to continue the Board Challenge for 2010 and that each Board member make a donation meaningful to them. Motion carried.

A motion was made by Ann Woldt and seconded by Paul Rode to adjourn. Motion carried and the meeting adjourned at 9:40 pm.

Respectfully submitted,

Carol A. Winge
TPE Business Manager

THE PRAIRIE ENTHUSIASTS, INC.
Special Board Meeting Minutes
Thursday, April 15, 2010
7:05 pm
via Teleconference

ACTION ITEMS IN RED

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

1. Roll Call

ATTENDEES:

Directors: Evanne Hunt, Jack Kussmaul, Nick Faessler, Clarence Malick, Bill Hogseth, Jim Rogala, Richard Henderson, Paul Rode, Linda Lynch, Richard Oberle, Brad Glass

Absent: Ann Woldt

Guest: Henry Panowitsch, representing chapter applicant, Many Rivers

Staff: Carol Winge

Henry gave a brief background about himself.

2. Review Request for Chapter Status – Many Rivers Chapter of TPE

Board members reviewed chapter application documents submitted by the Many Rivers Chapter of TPE.

Chapter Application: Board members asked for clarification on the term of office for elected officers of the chapter. Under the “Chapter Structure” paragraph it stated they would serve either one or two year terms. Henry Panowitsch clarified that chapter officers will serve two-year terms and a revised application reflecting this change will be filed with the TPE offices.

A motion was made by Clarence Malick and seconded by Bill Hogseth to approve the application of the Many Rivers Chapter of TPE as amended. Motion carried unanimously

Chapter Rules:

Board members reviewed the proposed Chapter Rules making the following comments:

Article I, Section 5: Remove reference to “Parent” organization. Insert TPE.

Article II, Membership: Remove reference to “Parent” organization.

Article III, Section 1 (and throughout document): The term “Executive officers” is sometimes referred to as “Executive Committee” and the Board would like consistency in the term. It was agreed to use the term “Executive Committee” throughout the document.

Article III, Section 3: Board recommended that removal of an officer should be by a majority vote.

Article III, Section 7: There was discussion as to whether one person can serve as both Secretary and Treasurer. Henry explained that at some future date the two positions may be split but for purposes of getting started, they wanted people in these roles and don’t have enough people ready to take on these duties. So, the language in this section is how the chapter wishes to proceed. The Board accepted the language as written.

Article V, Section 1: Change the number of elected officers from three to four as the Rules call for four officers.

Article V: Recommended that the Chapter consider adding a Section 7 that creates language addressing nominations to the Chapter Board. Do they come from the floor, the chapter board or the chapter membership.

Article VII, Section 3: Board members suggested the Chapter may wish to include language to allow for chapter meetings to be held by email or conference call.

Article VII, Section 6: Board members suggested that the chapter may wish to reconsider what constitutes a quorum. Requiring 10% of the membership be present may prove to be impractical and the chapter may want to reconsider this.

A motion was made by Clarence Malick and seconded by Bill Hogseth to approve the request for chapter status of the Many Rivers Chapter of TPE. Motion carried unanimously. NOTE: Ann Woldt cast her vote in favor by absentee vote.

Note: Clarence Malick had to leave the meeting at this point.

ACTION: Carol Winge will relay changes/recommendations to the Chapter officers.

3. Action to Approve Schurch-Thomson Stream Restoration DNR Grant Application

Linda Lynch asked how this meets our mission. Rich Henderson responded that streams are an integral part of prairie grasses and prairie systems. Rich Henderson also pointed out that there would be no cash flow from TPE coffers in connection with this work. It is paid through the grant and other partners.

A motion was made by Brad Glass and seconded by Bill Hogseth to approve the Resolution for TPE to apply for a DNR River Planning Grant for Schurch-Thomson stream restoration work. Motion carried with Linda Lynch voting against the motion.

4. Action to Approve Shea Prairie Stream Restoration DNR Grant Application

Rich Henderson presented the grant proposal. He noted that we already have a \$40,000 grant for this project. This application is to seek an additional \$30,000 to be able to complete the work. TPE involvement will be to come in and seed the area when it has all been restructured. Again, there should be no expenses required from TPE. If there is, the Empire-Sauk Chapter has other grant money available to reimburse TPE. Rich Henderson also noted that this is all restoration work.

A motion was made by Jack Kussmaul and seconded by Brad Glass to approve the Resolution for TPE to apply for a DNR River Planning Grant for Shea Prairie stream restoration work. Motion carried with Linda Lynch voting against the motion.

5. Empire-Sauk Chapter Request to Hire Staff

Rich Henderson reported that the Empire-Sauk chapter is seeking Board approval to hire a part-time Volunteer Coordinator, an Intern Supervisor and two Intern positions. The Chapter has a hiring committee in place. All of these positions were included in the Empire-Sauk 2010 budget approved by the Board in January. Board members expressed concern that there are no personnel policies in place. Evanne Hunt responded that it is an area that we have not worked on and we need to do this. Our Business Manager will draft up personnel policies working with the Administrative Oversight Committee. When completed, these draft policies will be brought to the Board for action.

Carol Winge noted that employees are covered under our worker's comp and general liability insurance as long as they are placed on our payroll. All expenses/salaries for these chapter positions will be reimbursed by the Empire-Sauk Chapter.

A motion was made by Richard Oberle and seconded by Bill Hogseth to approve the hiring of the positions requested by the Empire-Sauk Chapter. Motion carried.

Bill Hogseth encouraged the drafting of personnel policies as soon as possible.

There being no further business, the meeting adjourned at 8:04 pm.

Respectfully submitted,

Carol A. Winge
TPE Business Manager

THE PRAIRIE ENTHUSIASTS, INC.
Board Meeting Minutes
Wednesday, May 19, 2010
7:05 pm
via Teleconference

ACTION ITEMS IN RED

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

1. Roll Call

ATTENDEES:

Directors: Evanne Hunt, Jack Kussmaul, Nick Faessler, Bill Hogseth, Jim Rogala, Richard Henderson, Henry Panowitsch, Ed Strenski for Paul Rode, Ann Woldt, Linda Lynch, Brad Glass

Staff: Carol Winge, Victoria Oberle, Dani Stolley

Guests: Earl Mihlbauer, Claudia Vlisides

2. Board Meeting Minutes

A motion was made by Jack Kussmaul and seconded by Bill Hogseth to accept the Minutes of the February 26, 2010 Board Meeting as presented. Motion carried.

A motion was made by Rich Henderson and seconded by Jack Kussmaul to accept the Minutes of the April 15, 2010 Special Board Meeting as presented. Motion carried.

3. Treasurer's Report

a. Claudia Vlisides, TPE Accountant, provided the Board with a summary of the results of the TPE 2009 Review. She noted that we were able to have a review because our income in 2009, excluding grants, was less than \$400,000 but more than \$200,000. The review was a little less expensive than the full audit. She was pleased to report that we received the highest level report the auditors can provide.

Claudia Vlisides also noted that the review is a Consolidated Review. It includes the assets of the Trust. The Trust investment income totaled \$3,537 in 2009. Total TPE and Trust Assets in 2009 are \$5,425,849. The bulk of the assets are permanently restricted land.

b. Claudia Vlisides also reviewed the 990 Tax Forms for both TPE and the Trust for 2009 as required by the IRS. Jack Kussmaul asked what excess gross receipts are. Claudia Vlisides responded that this schedule looks at contributions and if any one donor gives more than a certain amount, we could fail the public charity and public support requirements.

c. The Board reviewed the TPE Statement of Activities as of March 31, 2010. A motion was made by Jack Kussmaul and seconded by Ann Woldt to accept the Statement of Activities as presented. Motion carried.

4. Endowment Funds and Trust Report

Jack Kussmaul reported that all of the investments are up about 6% from the beginning of this year.

5. Trust Report

Jack Kussmaul briefly explained the difference between the endowments and the trust for new board members. The TPE Board can make decisions on the use of the endowments but the Trust is a separate corporation with its own Board of Trustees and they control the investment and use of the monies invested in the Trust. Jack Kussmaul explained how the trust works, who the trustees are, when they meet and how investments are made.

Evanne Hunt noted that the Investment Policy is posted on our website. All Board members should take a few minutes to read it.

6. Membership Report

Victoria Oberle presented the membership report dated May 19, 2010. Total members: 1112.

7. Fundraising and Endowment Committee

Earl Mihlbauer presented the Compass Plan Case for Support recommended by the Fundraising and Endowment Committee to the Board for approval. Rich Henderson pointed out some corrections that need to be made to the document. The statistics in the Vanishing Prairie Ecosystem section are Wisconsin statistics only. We need to reflect statistics for the entire eco-region we represent. The numbers are for the entire state and we should represent the eco-region that we represent, not the entire state. The figures are history and also speak to our credibility so it is important they be correct. Bill Hogseth expressed concern with the appearance of the document. If it is an external document, then he is concerned about how it looks and the sheer massiveness of it.

Earl Mihlbauer asked the Board to consider approving the document with the noted corrections so there was no further delay in giving the Development Director the direction she needs to move forward.

A motion was made by Linda Lynch and seconded by Jack Kussmaul to approve the Case for Support of the Compass Plan with noted corrections. Motion carried unanimously.

8. LTA Accreditation Committee

Jack Kussmaul shared who the members of the committee are noting that Nick Faessler is also on the committee during the governance portion. It will be a long process with the ultimate goal being to seek accreditation status with the Land Trust Alliance. It will take many years.

However, it will also make us a stronger organization. The committee is asking the TPE Board to authorize the committee to begin the process to work toward accreditation.

Evanne Hunt stated if any Board member has any questions or reservations at all they need to share that now. The Board has to understand why we are doing this and has to support it to our members. No questions or concerns were presented.

A motion was made by Bill Hogseth and seconded by Brad Glass to authorize the LTA Accreditation Committee to begin the process to work toward accreditation. Motion carried unanimously.

9. Land Protection Committee

Jack Kussmaul reported the committee has been meeting regularly and is working on policies and forms for easement monitoring. Evanne Hunt asked who will be doing the monitoring and who will be coordinating the monitoring. Jack Kussmaul noted the committee is still working on the details.

10. Membership and Outreach Committee

b. Evanne Hunt reported the Committee has developed a list of what membership dues can do for the organization at the different membership levels offered. The Committee hopes this will serve as a marketing tool to help people see what their dues can do for TPE and will encourage them to join/renew at a higher level. The list will be used in our membership brochure and other promotional materials and is provided to the Board for information.

c. Evanne Hunt presented the recommendation of the committee to add a new membership level. The Pasque Flower level at \$65 is being recommended for those members who want to do more for the organization but can't afford to bump up from \$40 to \$100. A motion was made by Brad Glass and seconded by Jim Rogala to approve the new membership level. Motion carried unanimously.

NEW BUSINESS

11. Empire-Sauk Chapter Request for Grant Approval from Alliant Energy via The Nature Conservancy for Prairie Planting on TPE Preserves

Rich Henderson presented the request to the Board to approve this pass through grant. The Nature Conservancy received a grant from Alliant Energy but was not able to use all of the money so they offered TPE \$10,000 for one year. The money has to be used to establish prairie. A motion was made by Bill Hogseth and seconded by Jim Rogala to approve the grant. Motion carried unanimously.

12. Empire-Sauk Chapter Request for Permission to Hire Employee to Administer Citizen-Based Monitoring Grant for Regal Fritillary work in the MRPHA

Rich Henderson presented this request to the Board. We need someone to implement the grant. We could contract out but if we can't find someone, we may need to hire the position. This

would be an eight week job. Rich Henderson is seeking Board approval to hire so that he has the flexibility to do so if he cannot contract this job out. A motion was made by Brad Glass and seconded by Ann Woldt that the Empire-Sauk Chapter hire an employee, if they can't contract, to carry out the grant. Motion carried unanimously.

13. St. Croix Chapter Request to issue Challenge to TPE Chapters Supporting Cost of Prescribed Burn Insurance

Evanne Hunt reported that the St. Croix Chapter was paid \$3,400 to conduct a prescribed burn on a restored oak savanna in the Kinnickinnic River Canyon in River Falls. The money came from a grant obtained by the Kinnickinnic River Land Trust (KLRT). This burn was done to further our partnership with the KLRT. Since this burn would not have been possible without the burn insurance acquired by TPE, the St. Croix Valley chapter will make a donation to pay a portion of the insurance cost. To encourage other chapters to do the same, SCV will match the aggregate of donations, up to \$700, to pay the prescribed burn insurance premium. The St. Croix Valley Chapter is requesting board approval to issue this challenge to all TPE Chapters. Rich Henderson noted that insurance is one of the services the organization should be providing to chapters. No action was taken on this request.

14. Board Action to Approve Partnership Proposal from Woodlands & Prairies Magazine

Woodlands & Prairies Magazine wants to offer a subscription to our membership to increase their magazine's circulation. They propose working together to develop a flyer that TPE would send to our membership. The flyer would contain a subscription coupon that our members would return to W&P with payment. Out of each subscription W&P receives from a TPE member, the magazine would donate 15% to TPE. In addition to new subscriptions, they would also donate 15% of renewing subscriptions. Their current subscription rates are \$18 for one year; \$29 for two and they have approximately 1,500 subscribers currently. This would mean they would donate to TPE \$2.70 from a one-year subscription and \$4.35 for two year subscriptions. They are considering increasing their subscription to \$20 and \$34 respectively, meaning a \$3 donation for a one-year subscription from a TPE member, and \$5 for two years.

They believe the proposal could be a significant fund raiser for TPE, as well as helping Woodlands & Prairies build circulation. They also like the idea of giving back to an organization with boots-on-the-ground in the restoration of native ecosystems.

Rich Henderson asked if they will send out a solicitation to their subscribers to join The Prairie Enthusiasts. Carol Winge will certainly take this back to them and see what they say.

A motion was made by Nick Faessler and seconded by Ann Woldt to approve a cross pollination with Woodlands & Prairies Magazine. Motion carried unanimously.

The Board stated that we be careful to note we are not endorsing anything in the magazine.

BOARD DISCUSSION

Evanne Hunt introduced this section of the Board agenda sharing that she was reading a website on nonprofit boards and thought it would be good to implement some of the suggestions for better board meetings. One suggestion was to include time on the agenda to have an open-ended discussion on at least one of the most important matters facing the organization. She wants to do this at every Board meeting as time allows.

15. Should TPE Consider Creating Some Geographical Boundaries.

Board members discussed the pros and cons of creating geographical boundaries for TPE. One concern addressed was maintaining the cohesiveness of the chapters. As our newest chapter, Harry Panowitsch from the Many Rivers Chapter talked about why the chapter was so interested in joining TPE. He found the mission of TPE to be the reason he joined. It is not the geography but rather the mission—the opportunity to save prairies. That common mission should provide the cohesiveness.

Board consensus was not to specify boundaries. We should look to expand our mission and keep ourselves open to the opportunities that we encounter.

OTHER BUSINESS

Evanne Hunt reminded Board members of upcoming opportunities to attend Land Trust Alliance webinars. She encouraged members to check them out.

Evanne Hunt reminded Board members of officer elections at our July Board meeting. Elections will be held for President, Vice President and Secretary. She shared that the history of TPE officers is that the Vice President takes over when the President's term is completed. Jack Kussmaul is prepared to do so but wanted one more year before taking on this duty. He and Evanne have a "gentlemen's agreement" that she will run for one more term, serve until the July 2011 picnic and then step down. Jack Kussmaul will complete Evanne's term.

Carol Winge announced the date and site for the 2011 Annual Conference and Banquet. She also updated the Board on plans for the Annual membership meeting and picnic to be held at Borah Creek Prairie on Sunday, July 18. The Board meeting will start at 10:00 am.

A motion was made by Linda Lynch and seconded by Brad Glass to adjourn. Motion carried and the meeting adjourned at 8:48 pm.

Respectfully submitted,

Carol A. Winge
TPE Business Manager

THE PRAIRIE ENTHUSIASTS, INC.
Special Board Meeting Minutes
Tuesday, June 22, 2010
7:05 pm
via Teleconference

ACTION ITEMS IN **RED**

The special meeting of the Board was called to order at 7:08 pm by President Evanne Hunt.

1. Roll Call

ATTENDEES:

Directors: Evanne Hunt, Jim Rogala, Richard Henderson, Paul Rode, Ann Woldt, Linda Lynch, Richard Oberle

Staff: Carol Winge, Dani Stolley

Richard Oberle requested we change the order of the agenda to address agenda items 3 and 4 under New Business first. Board members had no objection.

2. Approve Request to Sponsor NAPC Conference

A motion was made by Richard Oberle and seconded by Paul Rode to approve sponsoring the NAPC Conference at the \$500 level. Evanne Hunt explained that at this level we would get recognition on conference materials, an exhibit booth and a registration. Dani Stolley will attend the conference and staff the exhibit booth. Richard Oberle encouraged Dani to be sure to spend her time at the table. We really need her there. Linda Lynch asked what materials we would have at the table to make it worth our while. Evanne Hunt replied that we would have our membership brochure and items to sell. We would also have our table top display and copies of our 2009 Annual Report. She will work with Dani to put together materials to have available at the exhibit booth. The motion carried unanimously.

3. Approve Request to Make a Donation to Florida Native Plant Society

Evanne Hunt requested Board approval to donate \$100 to the Florida Native Plant Society to help offset costs associated with producing a DVD. The Society has been working with Doug Tallamy, Ph.D. to get his message and research data out to native plant society members and to the general public. Evanne feels this DVD would be an excellent resource for TPE Chapters. She feels it is only fair that we make a donation to help offset the costs of making the DVD.

Linda Lynch asked why we would want to support the Florida Native Plant Society and what will we do with these DVDs. Evanne Hunt replied that all of our Chapters will receive a copy of the DVD and she would hope they would show it at a chapter meeting and at educational events they attend. Evanne noted that we are not supporting the society necessarily but would be supporting the making of this DVD.

A motion was made by Richard Oberle and seconded by Paul Rode to donate \$100 to the Florida Native Plant Society to offset the costs of producing a DVD. Motion carried unanimously.

4. Fundraising and Endowment Committee Recommendation to Approval Compass Plan Part II, Menu of Opportunities

The Board members reviewed the document section by section.

Under the “Volunteer” section, Rich Henderson requested the language be changed to direct volunteers to chapter leadership not to site stewards.

Under the list of what a membership can provide to TPE, minor changes and adjustments were made.

Regarding the section on Annual Giving Opportunities and Recognition, Jim Rogala asked for clarification on what the recognition on our website mean. Evanne Hunt replied that we will create a separate page where we will list donors.

Evanne asked for more clarification on recognition on field trip or educational workshop fliers. Dani Stolley replied that down the road she hopes we have more printed materials that we can put a donor logo on. Evanne stated that we will need very specific guidelines regarding this recognition so that all chapters can be consistent in this recognition. She further noted that the annual giving goes to the organization but turning it around to chapters to provide the recognition would seem to be a disconnect to her.

Rich Henderson asked that the references to “public restoration sites” be changed to TPE-owned sites. We may or may not be able to recognize donations on sites that we don’t own/control.

Linda Lynch raised concerns about putting plaques up at TPE-owned sites with names on them. She does not think it is appropriate at the levels identified. Also how many times do you get your name up? If you give more than once, do you get your name up more than once? Richard Oberle explained his concept of how this plaque recognition would work. The Fundraising and Endowment Committee did not agree on what this would look like but did agree that the donor would be given a menu of sites to choose where they would like their name to be placed. Linda Lynch explained that the Board is being asked to approve this document, and included in that is approving the levels for recognition. She does not believe the recognition is appropriate. Board members discussed recognition ideas. Linda Lynch still expressed her concern with the levels being too low for recognition at sites. Evanne Hunt stated that she felt bad that people in the Empire-Sauk Chapter get wonderful recognition and that is great, but she is sad for the members of other chapters that give a donation but barely get recognized in the Prairie Promoter. We need to work at being more consistent in our recognition.

Under the “Major Gifts” section, Evanne Hunt stated she felt it seemed a little thin. Dani Stolley explained this section is more of a tool for her to move people from a lesser donation to a larger donation. The recognition for major gifts is outlined in the previous section.

Again, under the Corporate Gifts & Sponsorship section, Jim Rogala asked what sort of web-site recognition we were talking about. Evanne Hunt responded that we envision creating a separate page for this.

It was suggested that the word “Vehicles” in the section entitled, “Individual & Corporate Gift Giving Vehicles” be changed to “Menu” and that a category be added for “donations of equipment, materials and supplies.” To address concerns of Carol Winge that we be able to control what these items would be, it was agreed to make it clear in this paragraph that anyone wishing to make a donation of this nature needs to contact us to find out what we can accept.

The various options listed in the Planned Giving section are merely options available for people to consider in their estate planning. TPE does not set up or administer any of these programs.

Regarding the section on Endowment Giving, Dani Stolley explained that this section needs more work. It will require a strategic plan and board support. This is her long range goal, a program that would be implemented a year or two down the road. Rich Henderson noted that the goals listed in this section for the Endowments are not accurate. He also questioned that the current balances reflected are accurate. Richard Oberle suggested that if we include the current balances we note the date of that balance. Evanne Hunt asked that Carol Winge provide endowment goals to the Board at the July 18 Board meeting.

ACTION: Carol Winge will provide the Board with goals for each endowment at the July 18, 2010 Board meeting.

A motion was made by Ann Woldt and seconded by Richard Oberle to approve Chapter 2, Menu of Opportunities, of the Compass Plan as revised. Linda Lynch asked for clarification on the levels of recognition. Does approval of the motion mean we leave naming recognition at the \$1,000 level? Evanne Hunt responded that it does mean that. A vote was taken and the motion carried. Linda Lynch voted against the motion.

There being no further business, President Evanne Hunt called the meeting adjourned at 8:22 pm.

Respectfully submitted,

Carol A. Winge
TPE Business Manager

THE PRAIRIE ENTHUSIASTS, INC.
Board Meeting Minutes
Sunday, July 18, 2010
10:00 am
Borah Creek Prairie, Fennimore, WI

ACTION ITEMS IN **RED**

The meeting of the Board was called to order at 10:00 am by President Evanne Hunt.

1. Roll Call

ATTENDEES:

Directors: Evanne Hunt, Jack Kussmaul, Nick Faessler, Bill Hogseth, Jim Rogala, Richard Henderson, Henry Panowitsch, Linda Lynch, Richard Oberle, Brad Glass

Absent: Clarence Malick, Paul Rode, Ann Woldt

Staff: Carol Winge, Victoria Oberle, Dani Stolley

2. Meeting Minutes

A motion was made by Jack Kussmaul and seconded by Rich Henderson to accept the Minutes of the May 19, 2010 Board Meeting as presented. Motion carried with Richard Oberle abstaining.

A motion was made by Richard Oberle and seconded by Jim Rogala to accept the Minutes of the June 22, 2010 Special Board Meeting as presented. Motion carried.

3. Election of Officers

President Evanne Hunt opened the floor for nominations for Board Officers.

President: Bill Hogseth nominated Evanne Hunt

Vice President: Rich Henderson nominated Jack Kussmaul

Secretary: Jack Kussmaul nominated Brad Glass. Brad declined the nomination. Jack Kussmaul nominated Rich Henderson.

Jack Kussmaul informed the Board that Evanne Hunt will abdicate her presidency in one year and Jack Kussmaul will assume the presidency at that time. He wanted all board members to be aware of this agreement between he and Evanne.

A motion to close nominations was made by Brad Glass and seconded by Rich Henderson. Motion carried.

The board members voted by written ballot. Ballots were counted and the business manager announced the voting results:

President: Evanne Hunt by unanimous vote

Vice President: Jack Kussmaul by unanimous vote

Secretary: Rich Henderson by majority vote

4. Treasurer's Report

Corporate treasurer, Nick Faessler, presented TPE's financial report as of May 31, 2010. He reported that the organization is worth approximately \$5 million. Compared to land, we do not have that much cash. The report reflects \$408,000 on hand in cash most of which is restricted. He noted that most of our income is received in the second half of the year through our annual appeal and membership dues.

Linda Lynch suggested it would be good to calendarize our budget based on experience. Evanne Hunt asked Carol Winge what major expenses operations incurred and when they were due. Carol responded it is basically insurance renewal and that is due in March of each year.

A motion was made by Rich Henderson and seconded by Linda Lynch to approve the Treasurer's Report. Motion carried.

5. Endowment Funds and TPE Trust Report

Jack Kussmaul provided a report on our investment accounts. He also reported that the separate supporting agency, TPE Trust, has a balance of \$113,524 as of June 30, 2010.

In follow up to the June 22, 2010 Board meeting, Carol Winge provided the Board members with information on each of our investment accounts. The report includes the name of the account, its purpose, its funding goal and its value as of December 31, 2009 and June 30, 2010. Rich Henderson provided edits to the document that Carol Winge will incorporate into the existing document.

6. Membership Report

Victoria Oberle distributed the membership report reflecting 1,021 members as of July 15, 2010. The report provided a comparison for the same period in 2009. Overall membership is up 1.29% from July 2009. Victoria reported that TPE has 132 new members so far this year. That is the highest number of new members we have had in six years and is remarkable given our slow economy. We need to work on retention of new members.

Victoria reported that she had been working on cleaning out the database. She had found people in the database that had provided a donation last year, probably through the annual appeal, that had not renewed their memberships. She explained that she had changed their renewal date for one year to keep them as members because we had received a donation from them during the annual appeal. Linda Lynch raised the concern that this is not fair to those who do pay membership dues and, in addition, do make donations during the course of a year. She could just make a donation and not have to pay her dues and still be an active member. There was some discussion on donations vs membership dues. Rich Henderson requested that we have a special meeting or make this topic a significant discussion item on a future board agenda.

7. Land Protection Committee

Jack Kussmaul reported on committee activities since our last board meeting. The committee has been meeting monthly developing policies, procedures and forms for our easement monitoring program. Our first easement monitoring field training was held yesterday, Saturday, July 17, at Schurch-Thomson Prairie. Bill Hogseth, who provided the training, summarized the

day's activities. The day started with the morning classroom portion of the training followed by an actual monitoring of the Goplin easement. There were nine participants who completed the training and are now eligible to be monitors. Bill would be happy to conduct a field training course again next year.

Linda Lynch expressed concern with how we manage the information we gather on easement monitoring.

Rich Henderson provided a summary on a recommendation from the Land Protection Committee to approve TPE purchase of additional 78 acres Pleasure Valley Conservancy Easement. The landowner wants to do a bargain sale of the easement. He has committed to cover all costs; there will be no costs to TPE. A motion was made by Nick Faessler and seconded by Linda Lynch to approve TPE purchase of the easement. Motion carried unanimously.

A motion was made by Jack Kussmaul and seconded by Brad Glass to approve a state stewardship resolution to apply for grants for the Pleasure Valley Conservancy Easement and that Rich Henderson be authorized to act on its behalf to submit an application for financial assistance, to sign documents and take action necessary to undertake, direct and complete an approved stewardship program. Motion carried unanimously.

The Board reviewed the Easement Monitoring Policies and Procedures document recommended by the Land Protection Committee for their approval. Evanne Hunt stated that she would like to see a policy that is a separate document from procedures and processes. However, she appreciates the guidelines document that the committee has drafted. She was disappointed to see that Carol Winge will be taking on the additional duties as coordinator for easement monitoring. Rich Henderson noted that there is \$1,800 set aside in the Easement Monitoring Endowment. It is set aside to pay an easement monitor coordinator. He felt it only fair that Carol be paid from these funds for the time she spends on this program.

A motion was made by Bill Hogseth and seconded by Jim Rogala to send this item back to the Land Protection Committee and ask them to draft a policy for easement monitoring for board action. Motion carried.

8. LTA Accreditation Committee

Jack Kussmaul reported on committee activity. He reiterated that at this point in time there is no date established to apply for LTA accreditation. The committee is, however, reviewing TPE policies and what we need to develop to align with LTA accreditation standards and practices. This work will make our organization a stronger, better and more creditable organization.

One of the things an organization has to do in the accreditation process is to adopt the LTA Standards and Practices as guidelines for the organization's operations and commit to making continual progress toward implementation of these standards and practices. TPE adopted such a resolution in 2002. However, the Standards and Practices were revised in 2004 and LTA requires that land trusts adopt the 2004 version.

A motion was made by Rich Henderson and seconded by Brad Glass to adopt the Land Trust Standards and Practices published by the Land Trust Alliance in 2004. Motion carried unanimously.

NEW BUSINESS

9. Authorization to Produce Fundraising Materials

Dani Stolley presented bids for printing of materials to create a marketing packet for use in approaching potential donors. For quantities of 1,000 the total price is \$2,083. This price does not include folders for the materials. A motion was made by Jack Kussmaul and seconded by Bill Hogseth to authorize the printing of the packet of materials. Motion carried unanimously.

ACTION: Evanne Hunt and Richard Oberle requested Dani to provide them with the prototype of the materials for their review prior to going to print.

10. Fees for Transfer of Borah Creek Prairie

Carol Winge asked the Board for direction on what funds she should use to pay filing fees in connection with the transfer of the Borah Creek Prairie from MVC to TPE. Rich Henderson stated that the chapters have always paid for costs in connection with their land projects and the SW Chapter should cover these fees. Evanne Hunt stated that the SW Chapter will be asked to pay the transfer fees.

11. Approve Exception to Investment Policy for John Thomas Memorial Endowment

Because of the small amount of money available to invest in this new endowment at this time (\$3,895) Jon Traver recommends we honor our Investment Policy by placing 60% in one stock fund and 40% in one bond fund. In a broad sense this follows our Investment Policy of 60% in stocks and 40% in bonds but doesn't diversify the investment because of the small amount of money we are investing. When this endowment gets to a bigger size (probably \$15,000) we can diversify into the other funds. Jon recommended that the Board approve this exception to the Investment Policy for this Memorial Fund and that the action be documented in the Board meeting minutes.

A motion was made by Rich Henderson and seconded by Jack Kussmaul to approve the exception to our investment policy until such time as the John Thomas Memorial Endowment reaches a higher balance. Motion carried unanimously.

12. Board Discussion on 350.org

350.org is an international campaign that's building a movement to unite the world around solutions to the climate crisis. 350 is what scientists say is the safe upper limit for carbon dioxide in the atmosphere. They have designated 10/10/2010 as "Global Work Party" day. TPE has been a leader in this movement. It is the result of prairie restoration. She would like each chapter of TPE to schedule a work day for 10/10/2010 in support of this initiative. Board members agreed to do so if the date works for their chapter. Evanne asked that chapters let her know if they are scheduling a work party and she will list it on our website. Rich recommended we make chapters aware of the Global Work Party day and encourage chapters to schedule a workday on October 10.

OTHER BUSINESS

13. Change in General Liability Insurance Provider

Carol Winge reported that TPE was currently paying for two forms of general liability insurance. Our prescribed burn insurance includes general liability coverage, we cannot carry one without the other. However, this general liability insurance does not include coverage on TPE land and does not cover us for equipment. The other policy we have in place covers all of this but we cannot get the prescribed burn insurance under this policy. As the prescribed burn insurance is central to our insurance protection, she investigated costs connected with adding the additional coverage to our prescribed burn/general liability insurance. The end result is a savings of approximately \$3,000/year. The Executive Committee has given Carol the authority to proceed with consolidating our general liability insurance with our prescribed burn policy and dropping our original general liability insurance. She has done so.

14 2009 TPE Annual Report

Copies of the 2009 annual report were distributed to all board members.

15. Update on 2011 Annual Conference and Banquet

Carol provided an update on plans to date for the annual conference. She was very happy to announce that the conference will be co-hosted by our SW chapter and the Laura Nohr Chapter of Trout Unlimited.

Evanne Hunt asked the board members when they wanted to schedule the February board meeting and it was agreed to hold it on Friday evening, February 25, 2011, the evening before the annual conference and banquet.

Linda Lynch stated the SW Chapter did not receive its financial report for this month. She expressed concern that the accountant is not getting the financial report out in a timely fashion; not doing her job. She recommends we seek bids for accounting services.

ACTION: Carol Winge was directed by the Board to prepare an RFP and solicit bids for TPE accounting services.

Evanne Hunt reminded board members of upcoming meetings.

There being no further business, a motion was made by Rich Henderson and seconded by Jim Rogala to adjourn. Motion carried and the meeting adjourned at 11:50 am.

Respectfully submitted,

Carol A. Winge
TPE Business Manager

THE PRAIRIE ENTHUSIASTS, INC.
Board Meeting Minutes
Tuesday, September 21, 2010
7:05 pm
via Teleconference

ACTION ITEMS IN RED

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

1. Roll Call

ATTENDEES:

Directors: Evanne Hunt, Nick Faessler, Bill Hogseth, Jim Rogala, Richard Henderson, Henry Panowitsch, Paul Rode, Ann Woldt, Linda Lynch, Richard Oberle, Brad Glass

Absent: Jack Kussmaul

Staff: Carol Winge, Victoria Oberle, Dani Stolley

2. Meeting Minutes

A motion was made by Linda Lynch and seconded by Paul Rode to accept the Minutes of the July 18, 2010 Board Meeting. Rich Henderson requested that the first paragraph of the Treasurer's Report on page two, fourth sentence be changed to read, "The report reflects \$408,000 on hand in cash, most of which is restricted." The minutes were accepted as amended.

3. Election of At-Large Board Member

President Evanne Hunt explained that Jack Kussmaul's term as a Board Member At-Large ended July, 2010. A motion was made by Brad Glass and seconded by Bill Hogseth to nominate Jack Kussmaul as a Board Member At-Large. The motion carried unanimously.

4. Treasurer's Report

Corporate treasurer, Nick Faessler, presented TPE's financial report as of August 31, 2010. The report reflects \$347,000 on hand in cash. However, he noted most of this cash is restricted for specific projects. He noted that most of our income is received in the second half of the year through our annual appeal and membership dues. We expended \$60,000 since our July meeting. There is nothing unusual to report. Central checking is about one-half of what it was in July.

Nick Faessler asked why membership is so far off of projections. Membership coordinator Victoria Oberle responded she was not sure. She did state that there was a period of time that she could not access the database and renewal notices had not gone out. But the situation has been resolved and she is caught up with renewal notices.

Carol Winge noted that the value of the transfer of Borah Creek to TPE will be reflected in our next financial report.

The Board asked what the \$8,000 expense was for line item 803, Science Services.

ACTION: Carol Winge will get the information to explain what the \$8,000 expenditure is for line item 803, Science Services, and report to the Board.

A motion was made by Rich Henderson and seconded by Paul Rode to accept the Treasurer's Report. Motion carried.

5. Endowment Funds Report

Rich Henderson reported that all investment accounts remain positive. We dropped a little on all, but we are still positive.

6. TPE Trust Report

Rich Henderson reported that the trust investment account remains positive.

7. Membership Report

Victoria Oberle distributed the membership report reflecting 1,039 members as of September 21, 2010. We have ten members in our new Pasque Flower membership category. She noted that we have 119 new members which is the most we have had.

Rich Henderson asked if we saw a decline in our Shooting Star membership category with the addition of the new Pasque Flower category. Victoria reported that both membership levels are up from July.

Evanne Hunt reported that we now have the ability to join TPE on line. It does cost us something to offer this however. It's not free but it does give people another opportunity to join. and it makes us look more 21st Century. Richard Oberle recommended that we only allow people to join as new members using the on line service. Evanne Hunt responded that she did not agree with this. Victoria Oberle suggested we increase the on line dues to compensate for the on line fees. Evanne noted that PayPal does not allow us to impose surcharges. Linda Lynch expressed that we need to make it as convenient as possible for our members to renew. This is the cost of doing business. Ann Woldt agreed. Bill Hogseth noted it would seem like a reasonable expense.

8. LTA Accreditation Committee Report

Evanne Hunt reported that the committee is meeting on a regular basis. This will be a slow going process. She wants to keep the board aware that this committee is continuing the effort to hopefully apply for LTA accreditation at some point.

9. Fundraising and Endowment Committee Report

Richard Oberle reviewed what has transpired. The 2010 Annual Appeal is underway. He asked Development Director Dani Stolley to report on the process for this year's campaign as well as bring them up to date on the corporate campaign.

Dani Stolley reported that she and Victoria are still working to resolve issues with the database they are encountering in merging different categories they are trying to identify for the various segment letters. She provided an overview of this year's process. Rich Henderson asked that the board receive the process and information so they are aware and can help facilitate the mailing.

ACTION: Dani Stolley will forward the 2010 Annual Appeal process to the Board.

Dani Stolley also provided the board with an update on the corporate campaign. She has set a goal of sending out 50 packets a week. She will follow up with personal visits to those companies she feels are good prospects.

10. Land Protection Committee

Bill Hogseth presented the Conservation Easement and Fee Simple Stewardship Policies, Guidelines and Procedures. He noted that when this was presented at our July Board meeting he was asked to separate out the policy from the procedures. He did so and the revised document is before the board this evening. The document has been reviewed and recommended to the TPE Board for approval by the Land Protection Committee. A motion was made by Richard Oberle and seconded by Jim Rogala to approve the Conservation Easement and Fee Simple Stewardship Policy and Procedures. Motion carried unanimously.

Rich Henderson presented the Criteria for Ranking and Pursuing Land Protection Projects Policy and Procedures. This document has been reviewed and recommended to TPE Board for approval by the Land Protection Committee. Jim Rogala asked if the criteria included both title and easement. The answer was yes, the criteria are for both situations. Rich Henderson explained that the chapter would bring the information and work with the Land Protection Committee to assign points using the criteria procedures. It would be a joint effort. The procedures are a way to help judge how the proposed property fits with our mission. It is to be used for either acquisition or easements. A motion was made by Jim Rogala and seconded by Linda Lynch to approve the Criteria for Ranking and Pursuing Land Protection Projects Policy and Procedures. Motion carried unanimously.

Rich Henderson presented a proposal to accept a transfer of a site from the Wisconsin DOT. He presented the results of the criteria ranking and noted that the Land Protection Committee has reviewed the criteria and the project and feels it meets our mission. Jim Rogala noted that the property has cropland but the proposal does not address the land management. Rich Henderson responded that proposals don't really deal with the land management plan. A land management plan is developed when the proposal is approved so that time and costs are not incurred until we know we are proceeding with the project. Board members asked what preliminary approval

means and Rich Henderson responded that when contingencies or funding are completed, projects would go back to the Land Protection Committee for final recommendation to the board at which time the Board would review and give final approval.

A motion was made by Brad Glass and seconded by Richard Oberle for preliminary approval to accept this gift as proposed from the Wisconsin DOT with the contingency that we find out what mitigation we will be held liable for and what those costs are going to be. The motion carried unanimously.

Rich Henderson presented a project proposal for the fee simple purchase of title using a combined funding plan. The project proposal was presented to the Land Protection Committee using the Criteria for Ranking and Pursuing Land Protection procedures and met the criteria. The Land Protection Committee recommends that the board take action giving preliminary approval to the project proposal. When the funding plan is finalized the project will come back to the Board for final approval. Rich Henderson also asked the board to approve a Resolution Requesting a Stewardship Grant and authorizing him to act as TPE's representative. A motion was made by Richard Henderson and seconded by Brad Glass for preliminary approval of this fee simple purchase and to approve the Resolution Requesting a Stewardship Grant authorizing Richard Henderson to act as TPE's representative. Motion carried unanimously.

11. Membership and Outreach Committee

Evanne Hunt presented the recommendation of the Membership Committee to create a Volunteer Service Award program to annually recognize our members who donate their time -- on committees, as chapter leaders, at work parties, leading field trips, and so forth.

The program would work by:

- a. Providing (on the website) a down-loadable form for each member to keep track of their volunteer hours.
- b. Each member submits the sheet to their chapter leader at the end of the calendar year. Currently, the chapter leader submits volunteer time spent by category to Carol for the annual report. They will now also submit the time by member.
- c. TPE members who volunteer under 50 hours/year will get a certificate, members who contribute 51-99 hours per year will get a TPE t-shirt, members who contribute over 100 hours per year will receive a lapel pin. Members will also be listed in The Prairie Promoter.

Not only would we publicly recognize the great work of our volunteers, but we would get much more accuracy in the reporting of our volunteer hours.

Evanne stated that as an organization we need to give our volunteers more recognition. However, our members will also have to be responsible for recording their hours. If approved by the Board tonight, the program will begin January 1, 2011.

A motion was made by Bill Hogseth and seconded by Richard Oberle to approve the creation of a Volunteer Service Award Program effective January 1, 2011.

Linda Lynch asked what it will cost and Evanne Hunt responded we will work that out and budget for it in our 2011 Central budget.

Rich Henderson reported on the number of volunteers from the Empire-Sauk Chapter that would be eligible for the different tiers presented in this recommendation. He suggested the Membership Committee continue to develop this program and gather information from chapters to work out the details.

The motion carried unanimously.

ACTION: Rich Henderson will provide his Chapter volunteer stats to Evanne Hunt so the Membership Committee can revisit tier levels.

OLD BUSINESS

12. Report on Request for Accounting Services Providers

Evanne Hunt recommended that the responses to our Accounting Services RFP be sent to our Finance Committee for review and recommendation. Bill Hogseth responded that he does not view this as developing a policy but rather it is operational and, therefore, not the appropriate venue. We hired a business manager to oversee our operational tasks. Therefore, we should look to our business manager to make recommendation on changing accounting service providers if she feels it is necessary or appropriate.

Linda Lynch raised issue with our current accounting service provider even being considered in the response to our RFP. She feels the chapters are receiving substandard services from our accountant. Evanne Hunt restated what the charge to the Business Manager was; she was asked to go out and get costs for accounting services. That is what she did. Evanne Hunt stated that she would not entertain any motion to change our accounting service provider. She is very satisfied with the quality and extent of the services we are receiving. Our accountant has consistently accommodated our requests and needs. Evanne Hunt went on to read a paragraph from the Accede proposal we received that stated in part that TPE has the advantage of paying attention to the needs of getting an NPO business structure in place, with a strong business manager component. That means we do have a good business manager and a good accountant in place.

Linda Lynch asked if we have a contract with our accounting service provider. Carol Winge replied that nothing in writing exists.

Evanne proposed and board members concurred that:

1. Carol Winge will follow up with Linda Lynch to identify gaps in the financial services the Southwest Chapter is receiving
2. The RFP for accounting services is our business manager's responsibility
3. That our business manager get a contract in place with our accounting service provider

NEW BUSINESS

13. Accept Cooperative Agreement with USFWS and TPE

Rich Henderson presented a request for Board acceptance for TPE to enter into a Cooperative Agreement with U.S. Fish and Wildlife Services to restore and manage native wildlife habitat on non-federal lands in Wisconsin counties of Grant, Iowa, Dane, Green and Lafayette. Funding for this project is \$50,000.

A motion was made by Nick Faessler and seconded by Ann Woldt to accept the Cooperative Agreement between USFWS and TPE and that our business manager is authorized to sign it. Motion carried unanimously.

OTHER BUSINESS

14. Lease Agreement Between Driftless Land Stewardship and SW Chapter

Linda Lynch reported that the lease agreement has not yet been signed. The agreement is to allow goats on the prairie for management. Brad Glass noted that the agreement has pretty much been approved but will be finalized at the next chapter meeting. Rich Henderson noted that we need to get a formal management plan done and get DNR approval for the goats because of the state stewardship funding. Rich stated that the management plan never came to the Land Management Committee nor the Board for approval. This needs to get done next year.

15. Update on Borah Creek Buffer

Linda Lynch updated the board on this potential action.

16. Update on 2011 Annual Conference and Banquet

Linda Lynch provided an update on speakers for the 2011 Annual Conference and Banquet.

Other announcements were:

Evanne Hunt noted that so far five chapters have signed up for the 350.org 10-10-10 global work party day.

Evanne Hunt reported that the St. Croix Valley Chapter will have a vendor booth at the first annual Minnesota Wisconsin Invasive Species Conference to be held in St. Paul, MN, November 8-10, 2010.

Linda Lynch reported that Evanne Hunt had written a letter of support for the Southwest Wisconsin Weed Management Area's Highway Weed Watchers grant proposal. The proposal supports the new Southwest Wisconsin Weed Management Area and its attempt to help highway departments, organizations and individuals control invasives along highways. Linda also noted she has invited the group to have a booth at our 2011 Annual Conference.

Evanne Hunt reminded board members of upcoming meetings. She indicated that she will have a 2011 proposed board meeting schedule to present at our November board meeting.

There being no further business, a motion was made by Linda Lynch and seconded by Paul Rode to adjourn. Motion carried and the meeting adjourned at 8:47 pm.

Respectfully submitted,

Carol A. Winge
TPE Business Manager

THE PRAIRIE ENTHUSIASTS, INC.
Board Meeting Minutes
Tuesday, November 16, 2010
7:05 pm
via Teleconference

ACTION ITEMS IN RED

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

1. Roll Call

ATTENDEES:

Directors: Evanne Hunt, Jack Kusssmaul, Nick Faessler, Richard Henderson, Jim Rogala, Henry Panowitsch, Paul Rode, Linda Lynch

Absent: Bill Hogseth (attending class), Richard Oberle (schedule conflict), Brad Glass

Staff: Carol Winge

President Evanne Hunt noted for the record that Ann Woldt, Board member representing the Prairie Sands Chapter, has submitted her letter of resignation. Tonight's board agenda has been revised to address only the issues we need to handle so that there is time for Board members to discuss Ann's resignation.

2. Meeting Minutes

A motion was made by Rich Henderson and seconded by Paul Rode to accept the Minutes of the September 21, 2010 Board Meeting as presented. The motion carried unanimously.

3. Treasurer's Report

Corporate Treasurer, Nick Faessler, summarized the financial status of TPE as reflected in the September 30, 2010 statement of financial activities. There was nothing unusual to report.

Linda Lynch asked for clarification on the posting of the Borah Creek land acquisition. It is not a chapter asset but is posted as such.

ACTION: Carol Winge will discuss posting of land acquisitions with our auditors and change this process for 2011.

A motion was made by Paul Rode and seconded by Jim Rogala to accept the Treasurer's Report. Motion carried.

Nick Faessler reminded Board members to submit their chapter budget proposals for 2011 to Carol Winge by January 3, 2011. The Board will review and approve budgets at its January meeting.

Linda Lynch reported that the appraisal for the Borah Creek buffer has been received. The SW Chapter will discuss the appraisal at its upcoming meeting and determine their next step. The buffer consists of 252 acres.

4. Land Protection Committee

Jack Kussmaul reported that the Land Protection Committee reviewed the project proposal and criteria to expand the Erbe Grassland Preserve by acquiring the Ihm parcel. The committee has approved the acquisition and recommends the Board give preliminary approval to proceed. Rich Henderson described the project noting that Ihm wants to sell as soon as possible. The parcel has potential to be a good addition. We want to get an appraisal done yet this year. He is asking for preliminary approval so he can move ahead with the project. He asked that the Board approve a Resolution giving him authority to apply for Dane County Conservation Funds and State Stewardship Funds. He noted that when all the financing is in place, the project will come back to the Board for final approval.

A motion was made by Linda Lynch and seconded by Henry Panowitsch to give preliminary approval to the project and to approve the Resolutions giving Rich Henderson authority to represent TPE. Motion carried unanimously.

5. Membership and Outreach Committee

Evanne Hunt presented the revised recommendation of the Membership Committee to create a Volunteer Service Award program that annually recognizes our members who donate their time - on committees, as chapter leaders, at work parties, leading field trips, and so forth. If approved by the Board tonight, the program will begin January 1, 2011.

Rich Henderson provided some feedback from his chapter on recognition awards for consideration. The Membership Committee will follow up.

A motion was made by Jack Kussmaul and seconded by Paul Rode to adopt the Volunteer Service Award Program effective January 1, 2011. Motion carried unanimously.

ACTION: We will announce and implement this program in January, 2011.

NEW BUSINESS

6. Request to Approve Resolution for Signing Authority – Foxglove Savanna

Rich Henderson requested that the Board give signing authority to the site manager for a temporary easement for access at the Foxglove Savanna so that logging can be done on an adjacent property. The temporary easement would only be in effect through the winter. A motion was made by Nick Faessler and seconded by Jim Rogala to approve giving the Jeb

Barzen, Foxglove site manager, the authority to sign the temporary easement. Motion carried unanimously.

OTHER BUSINESS

7. Set Dates for 2011 Board Meetings

Board members reviewed and agreed to the proposed dates for 2011 Board meetings.

ACTION: Rich Henderson asked Evanne Hunt to contact Richard Oberle directly to make sure he has no conflicts with these dates.

A motion was made by Paul Rode and seconded by Rich Henderson to go into closed session to discuss the resignation of Ann Woldt. Motion carried.

The meeting reconvened to open session and adjourned with no action taken at 8:07 pm.

Respectfully submitted,

Carol A. Winge
TPE Business Manager