

Orient Land Trust

Board of Directors Organizational Meeting
March 31, 2001

MINUTES

- I. Neil Seitz, as registered agent of the corporation, called this meeting to order at 4 PM.
- II. Present: Neil Seitz, Terry Seitz (by speakerphone), Doug Bishop, Kirk Navo, Linda Joseph, Jim McCalpin and Sonia Walter.
- III. There were no additions or deletions to the agenda.
- IV. Review of the directors and their respective term limits:

A. Initial three Directors at Large as designated by Articles of Incorporation:

- Neil Seitz, term expires 3/07
- Terry Seitz, term expires 3/06
- Douglas Bishop, term expires 3/05

B. Moved by Terry and seconded by Doug to appoint the following, passed by acclamation:

- Kirk Navo, (State Governmental Director) term expires 3/03
- Jim McCalpin, (Professional Director) term expires 3/03
- Linda Joseph, (Participating Director) term expires 3/02.

Term limits are staggered for continuity on the Board.

V. Election of Officers

- Chairperson – moved by Doug, seconded by Jim, to nominate Neil for Chairperson; no further nominations; passed unanimously. Neil, as registered agent, turned the meeting over to himself, as Chairperson.
- Executive Director – moved by Doug, seconded by Linda, to nominate Neil for Executive Director; no further nominations; passed unanimously.
- Vice Chairperson – moved by Jim, seconded by Kirk, to nominate Doug for Vice-Chairperson; no further nominations; passed unanimously.
- Secretary – moved by Doug, seconded by Linda, to nominate Sonia for Secretary; no further nominations; passed unanimously.
- Treasurer – moved by Linda, seconded by Kirk, to nominate Terry for Treasurer; no further nominations; passed unanimously.

VI. Treasurer's report: as of 3/31/01, 15 pledges had been received for a total of \$1275, \$400 of which was in paid pledges.

VII. Unfinished business:

- A. Articles of incorporation were filed on 3/23/01, as was the application for an EIN.
- B. Moved by Doug, seconded by Linda, passed unanimously, to accept the following items transacted and donated by founders to date:

- Mail box rental
- Phone line
- Internet access, Web hosting, email accounts and domain name (orientlandtrust.org) registration
- Legal counsel
- Printing 3,000 introduction letters

- Purchase of See's Candy to be used for fund-raising

- C. Moved by Terry, seconded by Jim, passed by unanimous vote, that all items pertaining to the 4th Director at Large were to be struck from the bylaws with an eye towards amending them if and when a suitable candidate could be chosen.
- D. Review of Bylaws:

Extended discussion of the draft Bylaws, with the following amendments and additions proposed:

1. Suggestion by Linda Joseph to correct spelling of "forgoing" to "foregoing".
2. Amend Bylaws Section 4.1.3 to say, "The Individual Members shall be all individuals or families..."
3. Amend Pledge form to match Bylaws Section 4.1.5 to read "Chapter Member" instead of "Group Member".
4. Amend Bylaws Section 6.2 to say that officers can serve more than one consecutive term with no term limits.

Moved by Linda, seconded by Terry, passed unanimously, to approve the draft Bylaws with the changes above.

VIII. New Business:

- A. Moved by Linda, seconded by Doug, passed unanimously, to have the Treasurer obtain a corporate seal and open a bank account for the OLT at the Saguache County Credit Union.
- B. Moved by Doug, seconded by Kirk, and unanimously approved that accounting period should follow calendar year.
- C. Discussion regarding the need to change email and Web hosting (currently provided by Columbine) to reduce expenses to Orient Land Trust (OLT). Linda and Neil both know of less expensive providers. Moved by Linda, seconded by Doug, to instruct Neil to contract with a provider that would cost no more than \$100 per year. Unanimously approved.
- D. Moved by Doug, seconded by Jim, instructing Treasurer to ascertain whether paid pledges could be deposited in new account and used for OLT business. Unanimously approved.
- E. Moved by Jim, seconded by Doug, instructing Secretary in coordination with Treasurer to draft a thank you letter for all pledges.
- F. Moved by Terry, seconded by Doug, passed unanimously to pursue 501(c)(3) status.

IX. Planning Session:

- A. Neil acquainted the Board with the subdivision of the ranch west of the hydroelectric plant.
- B. Web additions:
1. The Web will be used as a source for the public to learn details about OLT; people wanting information about organization will be directed to the Web; minutes will be posted.
 2. Reviewed map of all properties to be affected by OLT. Map will be added to the Web. Discussion followed on the proposed trade of property between Seitz and State Land Board of Colorado. This 480 acres eventually to become OLT land.
 3. All directors to provide short biography of themselves to be posted on OLT's Web.
 4. A list of FAQ's is being compiled to be added to the Web; all are asked to think of questions to add.
 5. Neil will add links to other like organizations.
- C. All directors asked to come up with questions and ideas to help define exact goals for OLT. This will be needed for 1023 application.

- D. Timeline, priorities and tasks; Neil will organize work sessions on a regular basis, to be attended by whoever is able.
- E. Source list: Ken Balleweg - spelunking - Heritage Foundation - bird lists etc.
- F. Public outreach: Pamphlet, direct mail, Audubon Society, SLV Historian articles. Use URL promotion to increase public awareness of OLT. Radio - taped interview for local radio stations?
- G. Documentation will be needed.
- H. Property tax – PILT; Linda stated it would be difficult to make this arrangement with the county.
- I. Liability; Seitz will continue to provide liability insurance for OLT until OLT solvent enough to take it on.
- J. Cooperative Seitz - OLT land agreement needed for sharing use.
- K. Budget and funding; Income – donations, grants, events, sales; Expenses – monthly, state land purchase
- L. Partnerships - government - schools - other land trusts
- M. Media opportunities: bats - hydroelectric - spelunking
- N. Programs for public will be needed
- O. Special events for members to be planned
- P. Recruit volunteers
- Q. Business plan

X. Meeting adjourned at 8 PM. Next meeting date yet to be set but tentatively planned for second week of May 2001.

Submitted by:

Approved by:

Sonia Walter, Secretary

Date

Neil Seitz, Chairperson

Date