

Board of Directors Regular Meeting
Seitz Residence - Valley View Hot Springs
Saturday, September 11, 2004

MINUTES

- I. Record Attendance: Rob, Neil, Mia, Carolyn, Doug, Chris, Laura, and Terry attending. Doug Bishop presented Barb Tidd's written proxy votes in her absence.
- II. Meeting called to order at 12:04 P.M.
- III. Approve minutes from July 3, 2004 meeting. No changes to minutes. Doug moved to approve minutes and Carolyn seconded. All in favor, none opposed, no abstentions.
- IV. Introductions, questions and comments from guests: Guests introduced themselves.
- VI. Correspondence and PFD Report ([Attachment A](#)): No correspondence was presented. Laura highlighted items from her PFD report: The Blue Moon Silent Auction was a success with proceeds exceeding \$7,600, OLT received \$1,000 grant from the Joy Fund as well as a \$500 grant from Salida Wal-Mart, OLT just finished a Landowner's Assistance Program for wildfire mitigation, online donations are now possible on OLT's website, twenty 3-ring binders were created for OLT accommodations to provide useful information as well as how to become an OLT contributor, the fall newsletter is nearly complete, an upcoming trails work weekend is scheduled for October 2 and 3, and The Colorado Division of Wildlife will host a free Wildlife Watch workshop on Saturday, October 23 from 9AM-1PM at Valley View Hot Springs.
- VII. Treasurer's Report ([Attachment B](#)). Terry presented the financial reports. Terry pointed out the fixed asset expenses at the bottom of the income and expense sheet. As of the end of August, OLT had \$209,623 in the bank. Neil pointed out that next week OLT will close on the Everson Ranch (with \$275,000 from the credit union line of credit and \$100,000 in OLT donations, in addition to the \$25,000 paid in June as earnest money). The remaining \$450,000 will be financed by the sellers. Chris expressed concern over the ability of OLT's donations to cover the minimum ranch payments each year. Neil discussed the structure of the ranch purchase and the flexibility it gives OLT moving forward. Discussion ensued. Terry also pointed out that supplies on the income and expenses are currently over budget and several of the items contained in this line item (i.e. washing machine, computer equipment, and bat benches) will be moved to fixed assets. Discussion of capital reserve followed.
- VIII. Election of New Treasurer. Rob stated that Jim McCalpin had resigned as OLT Treasurer and that Ewan O'Leary stepped forward as a candidate. No other candidates were identified. Chris nominated Ewan O'Leary to take over position of Treasurer starting immediately, Mia seconded. Barb voted by proxy for Ewan O'Leary as Treasurer. Discussion ensued. Terry stated her encouragement to have a person other than herself providing financial oversight. No further nominations were presented. Nominations closed. All in favor, none opposed, no abstentions. Discussion continued around signatories on OLT's checking account and the possibility of adding a third signatory as an internal control. Neil recommended keeping Terry as Bookkeeper as opposed to Assistant Treasurer, for purposes of worker's compensation. Chris made a motion that in addition to the Treasurer having signatory capability on financial instruments, that we add the Bookkeeper and the Executive Director, Doug seconded. All in favor, none opposed, no abstentions. Doug presented Barb's vote by proxy for Terry Seitz as Assistant Treasurer. Discussion regarding two signatures on checks over a specific amount followed. Chris motioned to set policy that for checks of amounts over \$10,000 the signature of the Treasurer and one other signatory be required, Carolyn seconded. All in favor, none opposed, no abstentions.
- VIII. Unfinished Business
 - A. Cottonwood Peak (Everson Ranch). Neil discussed the upcoming closing on the Everson Ranch property after nearly 3 years of negotiations. He stated that the sellers had just signed the water addendum portion of the contract. The contract for purchase is complete. On September 17, 2004 OLT will own the ranch. Insurance on

the ranch property is in effect. OLT will lease the property to the Wheelers (current ranch tenants) and develop a natural resource management plan for the ranch. Discussion ensued.

B. VVHS Transition: Reports on work in progress, etc.

1. Preparing transfer of state land recreational and surface leases. Neil discussed the transfer of State Land Board leases from the Seitz's to OLT. This is a process that goes through the Alamosa office. The leases give OLT the ability to limit access.
2. Database Report. Neil discussed implementation of the new server and software. Ewan, on a contractual basis, was responsible for setting up the equipment. In addition to a stable server environment, there are now 2 public internet terminals as well as wireless access. An area of the garage was remodeled to accommodate the new server room. The backup is stored at the Seitz residence. Email is now served locally. The kinks are being worked out of the new system. In terms of the database, Neil has a list of tasks for Chris that still needs to be prioritized and submitted. Ewan will submit a maintenance contract to OLT to maintain the hardware, software and related technology infrastructure.

IX. New Business

- A. Lease Terms vs. Ranch Payment Obligation. Chris mentioned that the terms of OLT's lease with Valley View Hot Springs is only for 2 more years (ending December 2006). The lease terms are a lot shorter than OLT's financial obligation to the Everson Ranch. If there is a problem with donations, there is the possibility that income from Valley View Hot Springs would be needed to make up a potential shortfall. Chris suggests that the length of the lease should be the same as the ranch financing. Neil stated that changing the lease is not of interest to him. The lease has a clause that either party may end the lease at any time. Discussion ensued. Chris is interested in this issue as it pertains to an outsider looking in and questioning our decision-making process. Chris would like to seek an outside opinion on the matter from Robin Byers, attorney and previous board member.
- B. Inappropriate Behavior Policy. Neil circulated OLT's Complaint or Incident Report which was revised on 8/26/2004. Neil explained what the process has been to date and ideas for how we can do better in future. The form is meant to lead staff through a process of collecting information, funneling complaints through the Welcome Center and to appropriate staff. Neil would like to see a process developed for grievances as opposed to debating the decisions that are made on certain cases. The database will carry a reference to complaints filed, but confidentiality will be retained. Discussion ensued. The board expressed interest in developing written policy on handling these types of incidents to avoid risk. The board is concerned about liability issues and potential lawsuits. The board wants to feel confident that Neil will make the tough decisions on these issues as they arise. Neil will write up policy on how to process complaints, but not on how people should behave. Discussion ensued.

The Board took a break at 2:21 PM and was back in session at 2:35 PM.

C. Future Board Recruitment.

- a. Creation of nominating committee for prospective board members. Doug presented on behalf of Barb in her absence. Barb would like to create a nominating committee to recruit prospective board members as well perform other tasks like refining the current job description and giving new board members relevant information. Discussion ensued regarding the value and need for a nominating committee. Terry clarified that OLT's bylaws (Section 3.12) state that non-board members can be on as well as chair advisory committees. Chris motioned to create a nominating committee tasked with actively recruiting potential board members on a continuous basis. Chris would prefer to have 3-7 people on the committee with its membership to be composed of either board members or non-board members. Doug seconded the motion. Discussion followed. The committee will determine details of their organization. All in favor, none opposed, with Carolyn and Mia abstaining. Barb voted by proxy for the creation of an ongoing nominating committee. Motion passed. Chris nominated Barb to be the chair of the new nominating committee. Chris volunteered to be on the committee. Neil will also be part of the committee.

b. Continual posting on OLT website for prospective Board members. Doug stated that Barb would like the job description for board members posted on OLT’s web site on an ongoing basis. Laura pointed out that the job description is currently posted and has been for some time.

D. Future Board Retreat. Doug presented on behalf of Barb in her absence. Doug pointed to the article that Barb circulated electronically which discussed the value of strategic planning for land trusts. The board didn’t see many similarities between OLT and the organizations in the article. Doug presented the two options on the table for facilitation of a strategic planning session – JVA Consulting and Community Resource Center. Barb preferred the JVA Consulting option. Neil mentioned the staff’s intention of having a multi-day staff retreat in early December to include policies and procedures and training Rita’s replacement. Chris suggested that prior to a potential strategic planning session it may be valuable to hold a roundtable discussion with the Seitz’s to evaluate how things have gone in 2004 and the need for any training. It was suggested to table the board retreat discussion for a meeting with better attendance and to time a potential retreat for April, just after the annual meeting to benefit new board members. Doug motioned (on Barb’s behalf) to plan a strategic planning session with JVA Consulting as soon as possible. No one seconded. Motion died for lack of a second.

E. Hand out of self help materials for Board Members. Chris presented a booklet to each board member that he came across in searching for material to make himself a better board member. The booklet is entitled “Your Roles and Responsibilities as a Board Member.” This may be a resource for the nominating committee to utilize in designing materials for new board members. According to Chris’s research, fundraising is an optional responsibility of board members. OLT needs to decide if it would like its board members to be involved in fundraising or not.

F. Creation of a fundraising committee. Doug presented on behalf of Barb in her absence. Barb would like to suggest the creation of a fundraising committee to be in place prior to a strategic planning session. The committee could assist in planning and executing fundraising activities. Laura stated that she didn’t think it was appropriate for her to chair, or even sit on the fundraising committee. Instead, she saw it as a close working relationship. Doug made a motion (on behalf of Barb) to create a fundraising committee. Chris seconded. The committee would be open to non-board members and board members alike and have a minimum of 3 members. Neil volunteered. Barb voted by proxy for the creation of a fundraising committee. All in favor, none opposed, no abstentions.

G. Discussion on mid year statistics and admissions committee. Rob stated that Chris generated multiple statistics for the admissions committee. After much discussion, the committee deferred to Neil to finalize any changes to the admissions fees and policies. Neil outlined his plans for changes. Discussion followed.

X. Next meeting date was confirmed for Saturday, November 13th with a potluck brunch at 11:00 AM and the board meeting at 12:00 P.M. This will be the last board meeting of the fiscal year.

XI. Regular meeting adjourned at 4:30 PM with no Executive Session.

Submitted by:

Approved by:

_____ / _____

_____ / _____

Laura O’Leary, Secretary Date

Rob Zabrecky, Chairperson Date

Guests: Ewan O’Leary, Betsy Miller, and Jeff McGough.

Program and Fundraising Director's Report to Orient Land Trust Board of Directors

September 11, 2004

Fundraising

- OLT has obtained a nonprofit mailing permit from the USPS which will nearly halve our bulk mailing postage costs.
- The Blue Moon Silent Auction was a success! Proceeds from the events were \$7,641! Two large items – the antique Persian rug and a week in the Summit County condo – are still available. The Lost and Found sale brought in an additional \$318. Thank you to those who volunteered to staff the auction, helped gather donated items or personally donated.
- OLT received an unrestricted \$1,000 grant from The Joy Fund of The Community Foundation Serving Boulder County. This gift was initiated by an anonymous donor through the Community Foundation.
- In August, Salida Wal-Mart granted OLT \$500 through its Environmental Grants program.
- Colorado State Forest Service awarded OLT a Landowner's Assistance Program grant for wildfire mitigation through removal of dead wood. This is a 50/50 cost-share grant. OLT submitted \$1,652.30 in costs to be reimbursed 50%.
- Several requests for funding as well as funding inquiries were submitted over the last 2 months to various funders, including local banks. Several rejection letters have been received.
- OLT has signed a contract and is in the process of setting up online donations through Web Pay.
- We created twenty 3-ring binders for each private accommodation and common space on the property. The binders contain information on OLT and becoming an annual contributor, history, maps and other useful information. They seem to be well received.
- I am developing planned giving materials for OLT. I think this is an area that could really pay off in the long run since our constituency is an aging one. We have got to start planting the seed that considering OLT in estate planning is an option! If anyone knows an estate planning attorney or financial planner who may be willing to work with us pro bono, please let me know. I want to distribute materials that are legally accurate.

Outreach

- Work on the fall newsletter is nearly complete. The results of the board meeting discussions will allow us to wrap it up and get it out. The newsletter will include a contribution card and return envelope for new contributions as well as renewals.
- The Annual Party was a fun-filled weekend! The band, Possum Logic, was a big hit both Friday and Saturday nights. The silent auction had some visitors down at the Welcome Center every hour or so checking their bids. The lost and found sale was a hoot and the pancake breakfast was quite popular.
- OLT had a booth at the Crestone Music Festival on August 7 & 8. We provided water and homemade cookies (yum, yum – thanks Terry!) to visitors as well as information on what we are up to at OLT. Thanks to those who volunteered to staff the booth! Fireworks, sponsored by OLT, were donated by Neil and Terry.

- On August 31, Laura took the public tour of the Nature Conservancy's Medano-Zapata Ranch. Marcia Darnell, journalist for Colorado Central magazine, was on the tour and will be writing an article on OLT in mid-October.
- Don't miss UVAPAPA this weekend! Tonight Neil will put on a spectacular fireworks display sponsored by Orient Land Trust. These were also donated by Neil and Terry.
- I provided a Colorado College researcher with details on Orient Land Trust and its programs for a study of environmental education in the San Luis Valley. Researchers are trying to determine what programs exist so they can best determine need and possible location for a Field Studies Institute (in partnership with the National Park Service, US Fish and Wildlife Service and other agencies).

Programs

- **Everson Ranch** – Neil and I met with Bobbie Wheeler, one of the tenants living on the Everson Ranch, and Rob Gilbertson from Natural Resources Conservation Service (NRCS) on July 14. We discussed OLT's intentions to create a natural resource management plan for the ranch to document what exists as well as the potential of the land. Specialists from NRCS have been making site visits to help OLT with this work and will continue to do so into next spring. On August 9, Chandra Pettie, NRCS Wildlife Biologist, visited the ranch to begin to determine potential habitat enhancements and options for restoring wetlands.
- **Camp Host** – The Koski Family from Minnesota served as Camp Hosts from mid-July to mid-August. They made two camp dinners for visitors in the pavilion and were a delight to have! Scott and Jennifer Moreland, our current Camp Hosts, are staying on through mid-September. Scott has led numerous bat tours and Jennifer designed a new OLT brochure. They are great! We have had a diversity of Camp Hosts this summer – from single men and single women to couples and families with small children. Several applications have already been submitted for next year.
- **Bats** – On July 29 OLT hosted a Project Wild teacher workshop with Colorado Division of Wildlife volunteers also in attendance. Laura gave an overview of OLT and its programs and Kirk Navo led the group up to the Orient Mine to see the bats. Outflights have been amazing this year!
- **Bats** – Volunteers continued to lead bat viewing tours to the Orient Mine. Groups meet at the Welcome Center and hike up with their volunteer tour guides, gaining an appreciation of the mine's history, natural history of bats in general and our own resident free-tailed colony.
- **Bats** – Tim Armstrong, Vertebrate Biology Professor from Adams State College, brought his Creatures of the Night class up to the Orient Mine to see the bat outflight on July 30.
- **Bats** – Two researchers from the University of Tennessee spent August 23 – 25 here conducting research on the Orient bat colony. Erin Gilliam, the lead researcher, is studying the geographic variation in the echolocation calls of Brazilian free-tailed bats throughout their range in the United States for her Master's thesis.
- **Volunteering** – I am in the process of organizing groups of volunteers (using email contacts where possible) to communicate with people of similar talents and interests.
- **Trails** – OLT was selected for a site visit by Volunteers for Outdoor Colorado's (VOC) Project Selection Committee. We submitted an application for a VOC team to construct a trail from the top spring to the campground, creating a loop trail for visitors. This work would be completed in conjunction with OLT's Trails Team, headed by Ches Hortenstine. We will see how high our project scores once the scout makes his visit.
- **Trails** – We have scheduled a work weekend for maintenance of existing trails on Saturday, October 2 and Sunday,

October 3. Ches Hortenstine, OLT Volunteer Trails Coordinator, will train and coordinate volunteers.

- **Education** – The Colorado Division of Wildlife has generously offered to host a free Wildlife Watch workshop on October 23rd from 9 AM – 1 PM. The session will include slide shows, presentations and activities followed by a hands-on nature walk. Reservations are required as space is limited.

ORIENT LAND TRUST

Income and Expense Actual versus Budget

January through August 2004

September 3, 2004

Cash Basis

	<u>Jan - Aug 04</u>	<u>Budget</u>	<u>\$ Over Budget</u>	<u>% of Budget</u>
Ordinary Income/Expense				
Income				
Contributions, Gifts, Grants	67,348	93,333	-25,985	72%
Gross Sales of Inventory	11,760	10,000	1,760	118%
In-kind contributions	2,000			
Program Revenue	324,823	294,333	30,490	110%
Sale of Recycled Material	110			
Total Income	<u>406,041</u>	<u>397,666</u>	<u>8,375</u>	<u>102%</u>
Cost of Goods Sold				
Cost of goods sold	8,289	6,667	1,622	124%
Total COGS	<u>8,289</u>	<u>6,667</u>	<u>1,622</u>	<u>124%</u>
Gross Profit	397,752	390,999	6,753	102%
Expense				
Association dues	135			
Conferences & meetings	1,234	2,000	-766	62%
Dues and Subscriptions	325			
Financial Fees	4,300	5,333	-1,033	81%
Grants & Allocations	350	1,333	-983	26%
Interest on loans	0	4,000	-4,000	0%
Licenses and Permits	30			
Maintenance	3,706	9,333	-5,627	40%
Occupancy expenses	11,871	10,500	1,371	113%
Other fund raising costs	56			
Payroll Expenses	194,507	192,667	1,840	101%
Postage and Delivery	3,065	6,000	-2,935	51%
Printing & publications	1,346	3,333	-1,987	40%
Professional fees	12,750	10,000	2,750	128%
Returned - Redeposited	0			
Supplies	15,249	10,667	4,582	143%
Tax, Business	1,934	3,333	-1,399	58%
Telecommunications	3,670	5,333	-1,663	69%
Travel	744	2,000	-1,256	37%
Utilities	54			
Vehicles	2,421	1,333	1,088	182%
Water Tests	55			
Total Expense	<u>257,802</u>	<u>267,165</u>	<u>-9,363</u>	<u>96%</u>
Net Ordinary Income	<u>139,950</u>	<u>123,834</u>	<u>16,116</u>	<u>113%</u>

Other Cash Outflow				
Fixed Asset Expenditures				
Land	25,000	60,000	-35,000	42%
Management (FF&E)	2,032	3,333	-1,301	61%
Programs	0	20,000	-20,000	0%
Total Fixed Asset Expenditures	27,032	83,333	-56,301	32%
Net Income	112,918	40,501	72,417	278%

Balance Sheet

August 31, 2004

September 2, 2004

Cash Basis

	Aug 31, 04
ASSETS	
Current Assets	
Checking/Savings	
Cash	209,623
Total Checking/Savings	209,623
Total Current Assets	209,623
Fixed Assets	
Accumulated depreciation	-232
Fixed assets	36,232
Total Fixed Assets	36,000
TOTAL ASSETS	245,623
LIABILITIES & EQUITY	
Liabilities	
Current Liabilities	
Credit Cards	
CapitalOne MilesOne	1,401
Sam's Club	634
Total Credit Cards	2,035
Other Current Liabilities	
Payroll Liabilities	-696
Total Other Current Liabilities	-696
Total Current Liabilities	1,339
Total Liabilities	1,339
Equity	
Retained Earnings	104,467

Unrestricted net assets	-135
Net Income	<u>139,952</u>
Total Equity	<u>244,284</u>
TOTAL LIABILITIES & EQUITY	<u><u>245,623</u></u>