

Orient Land Trust Board of Directors Regular Meeting  
Seitz Residence - Valley View Hot Springs  
**Saturday, March 12, 2005**

**MINUTES**

- I. Record attendance: Rob, Mia, Doug, Chris, Jim, Neil, Barb, Ewan, Laura and Terry were in attendance. Harold's absence was excused.
- II. Meeting called to order at 12:02 PM.
- III. Changes to the agenda were made. Chris stated that Harold had designated him to vote on his behalf via proxy, which Chris presented to the Secretary. Chris suggested that new board member elections be moved earlier in the meeting, but it was decided to leave the elections at the end of the meeting. It was decided that Unfinished Business item d – Essen property update be moved into executive session. Chris moved to accept the changes to the agenda, Barb seconded. All in favor, none opposed, no abstentions.
- IV. Approve minutes from January 13 conference call meeting. Chris motioned to approve minutes as presented, Mia seconded. All in favor, none opposed, no abstentions.
- V. Approve minutes from January 8 meeting. Ewan suggested that Ewan and Laura's absences be excused. Doug moved to accept the minutes as amended, Mia seconded. All in favor, none opposed, no abstentions.
- VI. Questions/comments from guests. There were no questions or comments from guests.
- VII. Correspondence & PFD report ([Attachment A](#)). Laura presented a Washington Post article and 2 letters from the Land Trust Alliance regarding the Congressional Joint Committee on Taxation and their recommendation to cut tax deductions for conservation easements. Discussion ensued. Dave discussed actions by land trusts and local governments in his area to respond to this proposal by sending letters. Barb motioned to send a letter to our legislators based on Dave's template, Chris seconded. Five in favor, none opposed, Jim abstained. Discussion ensued. Laura discussed her PFD report and answered questions. Mia agreed to write an article for the spring newsletter on behalf of the OLT board of directors.
- VIII. Treasurer's report ([Attachment B](#)). Ewan presented the Treasurer's report. An income statement, balance sheet and cash flow statement were presented. Ewan highlighted that winter has always been a loss period, but this period it is less of a loss than budgeted. He also pointed out that costs associated with the break in the hydroelectric pipe have not yet posted. Neil highlighted some unrestricted figures from the budget to be discussed later in the meeting. Discussion ensued. Ewan answered questions from board members and guests. The board tasked Ewan and Terry (with input from John Eiseman) with separating out the FSA funds from the unrestricted cash account as well as separating out the FSA line item in the budget. Barb motioned to accept the Treasurer's report as presented, Chris seconded. All in favor, none opposed, no abstentions.
- IX. Unfinished business
  - a. Fundraising Committee update. Barb stated that the committee had a conference call on January 25. The committee discussed the silent auction and an approach for soliciting donations. Discussion ensued regarding fundraising ideas. The idea of the Saguache County Credit Union sponsoring the fireworks display at Crestone Music Festival was suggested and it was decided that a letter proposal would be written and sent to the credit union to gauge level of interest.
  - b. Auditor decision. Terry stated that she had solicited bids for audits from 5 companies. Three responded; a local bid for \$1,800 from a general accounting firm and the other two proposals came from Front Range companies that work statewide and specialize in nonprofits and ranged from

\$4,300 to \$4,600. All quotes include completion of the 990 form. Chris motioned to proceed with professional audit, leaving the decision to the Treasurer's discretion. Barb seconded. Discussion ensued.

- c. Bishop property update. Doug talked to John Lorenz, OLT's newest employee, who has agreed to lease Doug's house for one year. Neil mentioned that OLT will be expanding John's job description, including more technology-related management work, for an increased monthly compensation to help offset the cost of John's rent.
- d. Essen property update. This was the subject of the executive session.

The regular board meeting adjourned at 1:25 PM. Barb moved to invite John and Dave to participate in the executive session, Doug seconded. All in favor, none opposed, no abstentions. The board also decided to invite Neil, Terry, Laura and Ewan to participate. Executive session convened at 1:26 PM.

Executive Session adjourned at 2:50 PM. The board took a break at 2:50 PM and was back in regular session at 3:15 PM.

- e. Onsite vendor policy. Terry discussed the background of vendors at Valley View Hot Springs, stating that VVHS as a business had a hands off policy. Terry researched festivals and fairs and stated her findings. How vendors affect other visitors and potential liability were discussed as concerns. Chris stated that he was concerned about massage therapy and the potential of visitors getting hurt. Concern was also expressed over staff as vendors. The potential use of waivers or posting of a hold harmless statement was discussed. Neil discussed the desire to build a space for indoor massage for visitors in future. Discussion ensued. It was suggested that vendors could set up shop in the pavilion. Chris tasked the staff with developing a draft policy for massage therapists to limit OLT's liability.
- f. Cash asset balance in OLT checking account. Neil requested guidance on a minimum cash asset balance. John suggested that 2 months of OLT's worst cash flow period is a good rule for cash assets and below such a point triggers some defined response. Other suggestions included making the minimum cash asset balance a percentage of the budget as opposed to set number. Doug motioned to make a minimum unrestricted cash balance of \$50,000 to be revisited semi-annually (in March and September), Barb seconded. Five in favor, Jim opposed, no abstentions. Discussion ensued.
- g. Property and liability insurance update. Neil gave an update on insurance and stated that Connie Medina of CIA in Alamosa had visited Valley View Hot Springs and that he is waiting for a quote for both property and liability. Neil explained the background on the issue for the sake of new board members.
- h. OLT policy handbook – status of index of motions. Neil presented the index of motions created by staff and catalogued in both chronological order as well as by subject. The index of motions will be updated regularly with a copy kept in the Board Meeting binder.

## X. New Business

- a. Long range planning facilitation. Barb asked if the board was in agreement that it should convene a second roundtable meeting. Everyone agreed that it was a good next step. Barb discussed the purpose of the meeting: review history of OLT for new board members; determine whether or not the board wants to have a facilitated strategic planning session and what the details of the session would include; and discussion on vision, mission and governance model. Discussion ensued. A full day session was suggested in April. April 17, April 23, and April 24 were thrown out as possible dates for a session at Valley View Hot Springs. Homework for each roundtable participant was discussed, which included: work on vision statements; review of the mission statement and goals; and review of the chart of governance models.

- b. Electronic board communication and voting. Barb presented a handout excerpted from the bylaws regarding meetings by telephone and action without a meeting (via fax or email). Discussion ensued. Chris agreed to research the electronic communication processes of other organizations. Email protocol was discussed and it was decided that Ewan would modify the current email lists to include one with directors only and one with directors, founders and officers. Ewan pointed out that forwarded email to certain ISPs will not be delivered due to spam filters. Ewan suggested that in order to guarantee delivery of email and make it secure, that OLT serve mail from our server with each director accessing their email accounts via a web browser. Ewan agreed to set it up and send each director an email with instructions on how to access and use the new system.
- c. Election of new board members. Barb, as chair of the Nominating Committee, presented a slate of board members recommended by the Nominating Committee which included 3 year terms for Doug, Chris and Mia and 1 year terms for Dave and John. Barb motioned to accept the slate as presented, Doug seconded. All in favor, none opposed, no abstentions. Discussion ensued. Barb requested that all board members email their bios, either new or updated, to Neil for the web site.
- d. Election of officers. Laura, as Secretary, took over as chair of the meeting for the election of officers. Laura reviewed the current positions and officers. There were no nominations for President and Neil expressed a willingness to continue to serve. There were no nominations for Secretary and Laura expressed a willingness to continue to serve. Rob, Chris and Barb were nominated to serve as Chair. Chris was not willing to serve and Rob thought it best to rotate the position. Rob was nominated to serve as Vice-chair. There were no nominations for Treasurer and Ewan expressed a willingness to continue to serve. Since there was one candidate per position, the Secretary entertained the slate as presented by acclamation. All in favor, none opposed, no abstentions. Rob resumed as chair of the meeting.

XI. Next meeting date was confirmed for noon, Saturday, May 14, 2005 at the Seitz residence. The following meeting was set for Saturday, July 2, instead of the usual second Saturday meeting. The need for accommodations for May and July meetings was discussed.

XII. Regular meeting adjourned at 5:07 PM.

Submitted by:

Approved by:

\_\_\_\_\_ / \_\_\_\_\_

\_\_\_\_\_ / \_\_\_\_\_

Laura O'Leary, Secretary      Date

Rob Zabrecky, Chairperson      Date

Guests in attendance: Betsy Miller, John Eiseman and Dave Michaelson.

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

March 12, 2005

### **Fundraising**

- Letters to people who have visited in 2005 but not contributed are going out later this month in an attempt to recruit more contributors.
- In January, OLT received a \$500 grant from the Arbogast Foundation for general operating support.
- Laura is continuing to conduct funding research and update the 2005 funding calendar of foundations and businesses to approach.
- Several grant requests went out in January and February for funding.
- Analysis of OLT statistics shows that during the summer months OLT has the most visitors and the least donations. We are researching the purchase of Nalgene-type water bottles with the OLT logo to offer as premiums (not for sale) for in-person donations during these summer months. Stuffed Mexican free-tailed bats are currently available as a premium for a \$50 in-person donation.
- We received a few more donated vehicles through Vehicles for Charity in January and February totaling \$639.00.
- In conjunction with members of the Fundraising Committee, we have started soliciting donations for the 2005 silent auction to be web-based again and online at least one month prior to the annual contributor appreciation weekend (this year to be held September 16-18).
- On January 18, Laura and Terry sat in on a web demo of cmarket's fully automated online silent auction services for nonprofits. We are looking at this as an alternative to processing bids and managing the online auction in-house manually.
- I submitted a proposal to the Conservation Fund for a low-interest loan for the potential purchase of the Essen 160-acre parcel. OLT was not considered competitive. The loan program is intended to provide bridge financing on projects where there is planned takeout, rather than debt financing after the initial loan is made. There was also concern that an additional loan would overextend OLT.
- On January 19, Laura met with Alamosa Wal-Mart to apply for \$1,000 in matching funds for our 2005 silent auction fundraiser. It is likely we will receive this funding once the event is complete.
- Norcross Wildlife Foundation gave OLT conditional approval for a \$160,000 no-interest loan for 12 months for the purchase of the Essen 160-acre parcel. Neil is working with their attorney to satisfy loan security requirements.
- Laura has been researching endowments and is putting together an endowment fact sheet as well as a table comparing potential endowment management organizations.

### **Outreach**

- Laura attended the annual conference of the Quivira Coalition on January 13-15 in Albuquerque, NM. The group

works to promote ecological, economic and social health on western landscapes by bringing together traditional adversaries including ranchers and environmentalists. Topics of the conference included range school, conservation tools that work across public and private lands, the future of ranching, conservation funding and collaboration, and innovation and education.

- Neil presented at the Saving Places Historical Preservation conference in Denver on February 2-4. The session focused on industrial plants and company towns of the Colorado Fuel and Iron Company and included presentations from the Bessemer Historical Society, a research scientist from University of Wyoming and Neil. He discussed the Orient Mine, its history and transition into being a protected property.
- Laura attended a conference call of the Land Trust Alliance on February 3. The call was focused on the Congressional Joint Committee on Taxation's recommended slashing of tax deductions for conservation donations. LTA's President discussed what LTA has done in response to this proposal, what the next steps are, and to ask for advice and assistance in disarming the proposal.
- On February 3, Laura attended RiGHT's 5<sup>th</sup> birthday party in Alamosa. Rio Grande Headwaters Land Trust works in the Alamosa area.
- The spring newsletter is in its final stages and should be in the mail later this month.
- On March 6, Neil and Barb attended ScSEED's annual ranching celebration. OLT donated \$300 to the ranching video project documenting the history of ranching in the valley.
- Laura was a judge at the Regional Science Fair in Alamosa on March 10<sup>th</sup> and 11<sup>th</sup>. She judged junior and senior environmental science. OLT donated \$100 to the science fair.

## **Programs**

- Laura updated the announcement for graduate students seeking research opportunities on OLT lands. It was submitted to relevant departments within applicable CO universities.
- On January 19, eleven Colorado College students volunteered. The group worked under the direction of Neil and Rick for about 4 hours on the top spring trail and pond. This will likely be an annual visit of new students during their orientation stay at the Baca Campus.
- Lauren Bond finished drafting the educational poster displays for the soon to be visitor center space in the Welcome Center reading room. We have reviewed and finalized those for print. OLT visitor and volunteer Jay Simms has agreed to print the posters for OLT.
- We have obtained a coyote, mule deer and raccoon skin for the hands-on exhibits for the visitor center space. In addition, we are having a full mount of a free-tailed bat created for display behind glass. This item is being sponsored by a grant from the Colorado Bat Society. Their grant will also support OLT's bat program in general.
- On January 26, Laura sent a flyer announcing small grants for field trips to OLT to Moffat, Mountain Valley and Crestone Charter Schools. A Moffat teacher expressed interest.
- During January and into early February, Neil, Terry and Laura interviewed 7 candidates for the front desk position. John Lorenz was selected and started in late February.
- Camp host positions have been finalized for 2005. Twelve applications were received this year and 5 were chosen. We asked a few back from last year for consistency and invited a few new folks to join us.

- The bat signs and sign frames are at the printer. We expect them any day. Once the ground thaws we can install them up at the Glory Hole.
- On March 3, Laura met with 3 NRCS employees to discuss technical assistance they are providing on the Everson Ranch. The project has changed hands and these new project team members will be conducting field surveys and collecting baseline data for the ranch property over the next several months.
- On March 4, Neil, Terry and Laura met with Deb Gardner to review her appraisal findings on the 160-acre Essen parcel.

**Orient Land Trust**  
**Income & Expense Actual vs Budget**  
January through February 2005

	<b>TOTAL</b>								
	<u>Jan 05</u>	<u>Budget</u>	<u>\$ Over Budget</u>	<u>Feb 05</u>	<u>Budget</u>	<u>\$ Over Budget</u>	<u>Jan - Feb 05</u>	<u>Budget</u>	<u>\$ Over Budget</u>
<b>Ordinary Income/Expense</b>									
<b>Income</b>									
Contributions, Gifts, Grants	10,570	7,000	3,570	6,147	5,000	1,147	16,717	12,000	4,717
Gross Sales of Inventory	837	250	587	670	550	120	1,507	800	707
Program Revenue	17,403	15,000	2,403	18,835	14,000	4,835	36,238	29,000	7,238
<b>Total Income</b>	<u>28,810</u>	<u>22,250</u>	<u>6,560</u>	<u>25,652</u>	<u>19,550</u>	<u>6,102</u>	<u>54,462</u>	<u>41,800</u>	<u>12,662</u>
<b>Cost of Goods Sold</b>									
Cost of goods sold	1,259	837	422	340	833	-493	1,599	1,670	-71
<b>Total COGS</b>	<u>1,259</u>	<u>837</u>	<u>422</u>	<u>340</u>	<u>833</u>	<u>-493</u>	<u>1,599</u>	<u>1,670</u>	<u>-71</u>
<b>Gross Profit</b>	27,551	21,413	6,138	25,312	18,717	6,595	52,863	40,130	12,733
<b>Expense</b>									
Transfers of temp restr funds	0			0			0		
Staff Development	85	170	-85	0	170	-170	85	340	-255
Employee Expenses	33,687	27,000	6,687	21,493	27,000	-5,507	55,180	54,000	1,180
Board development	0	100	-100	0	100	-100	0	200	-200
Association dues	215	174	41	0	166	-166	215	340	-125
Financial Fees	316	750	-434	423	750	-327	739	1,500	-761
Grants & Allocations	700	174	526	30	166	-136	730	340	390
Interest on loans	383	450	-67	308	445	-137	691	895	-204
Licenses and Permits	0	87	-87	0	83	-83	0	170	-170
Maintenance	1,433	837	596	195	833	-638	1,628	1,670	-42
Occupancy expenses	20,085	20,221	-136	3,992	2,083	1,909	24,077	22,304	1,773
Postage and Delivery	209	500	-291	28	500	-472	237	1,000	-763
Printing & publications	1,079	337	742	32	333	-301	1,111	670	441
Professional fees	0	724	-724	670	716	-46	670	1,440	-770
Supplies	5,276	1,500	3,776	1,019	1,500	-481	6,295	3,000	3,295
Telecommunications	870	500	370	586	500	86	1,456	1,000	456
Travel	0	250	-250	127	250	-123	127	500	-373
Vehicles	1,674	500	1,174	408	500	-92	2,082	1,000	1,082
Volunteers	0	250	-250	0	250	-250	0	500	-500
<b>Total Expense</b>	<u>66,012</u>	<u>54,524</u>	<u>11,488</u>	<u>29,311</u>	<u>36,345</u>	<u>-7,034</u>	<u>95,323</u>	<u>90,869</u>	<u>4,454</u>
<b>Net Ordinary Income</b>	<u>-38,461</u>	<u>-33,111</u>	<u>-5,350</u>	<u>-3,999</u>	<u>-17,628</u>	<u>13,629</u>	<u>-42,460</u>	<u>-50,739</u>	<u>8,279</u>
<b>Net Income</b>	<u><u>-38,461</u></u>	<u><u>-33,111</u></u>	<u><u>-5,350</u></u>	<u><u>-3,999</u></u>	<u><u>-17,628</u></u>	<u><u>13,629</u></u>	<u><u>-42,460</u></u>	<u><u>-50,739</u></u>	<u><u>8,279</u></u>

**Orient Land Trust**  
**Balance Sheet**  
As of February 28, 2005

	<u>Feb 28, 05</u>
<b>ASSETS</b>	
<b>Current Assets</b>	
Checking/Savings	
Cash	
Checking accounts	
PB&T Checking	104,852
<b>Total Checking accounts</b>	<u>104,852</u>
Petty cash	1,000
Savings account	
SCCU Savings	
Capital Reserve Account	2,000
SCCU Savings - Other	25
<b>Total SCCU Savings</b>	<u>2,025</u>
<b>Total Savings account</b>	<u>2,025</u>
<b>Total Cash</b>	<u>107,877</u>
<b>Total Checking/Savings</b>	<u>107,877</u>
<b>Total Current Assets</b>	107,877
<b>Fixed Assets</b>	
Accumulated depreciation	
Accum. depr. computers	-905
Accum. depr. FF&E	-489
Accum. depr. vehicles	-912
<b>Total Accumulated depreciation</b>	<u>-2,306</u>
Fixed assets	
Land	
Everson Land	850,000
<b>Total Land</b>	<u>850,000</u>
Computer Equipment	6,492
Furniture, fixtures, & equipmen	6,467
Vehicles	29,466
<b>Total Fixed assets</b>	<u>892,425</u>
<b>Total Fixed Assets</b>	<u>890,119</u>
<b>TOTAL ASSETS</b>	<u><u>997,996</u></u>
<b>LIABILITIES &amp; EQUITY</b>	
<b>Liabilities</b>	
Current Liabilities	
Credit Cards	
CapitalOne MilesOne	1,437
Citibank Premium Business	2,069



**Orient Land Trust**  
**Balance Sheet**  
As of February 28, 2005

	<u>Feb 28, 05</u>
Sam's Club	323
Total Credit Cards	<u>3,829</u>
<b>Other Current Liabilities</b>	
<b>Payroll Liabilities</b>	
Colorado Unemployment	1,087
Colorado Withholding	721
<b>Flexible Spending Accounts</b>	
FSA - Medical Care	11,006
FSA - Premium Only	<u>0</u>
Total Flexible Spending Accounts	<u>11,006</u>
Total Payroll Liabilities	<u>12,814</u>
Total Other Current Liabilities	<u>12,814</u>
Total Current Liabilities	16,643
<b>Long Term Liabilities</b>	
<b>Everson Ranch</b>	
Cottonwood Ranch Company	450,000
SCCU - Everson Ranch loan	252,732
Total Everson Ranch	<u>702,732</u>
Total Long Term Liabilities	<u>702,732</u>
Total Liabilities	719,375
<b>Equity</b>	
Retained Earnings	321,217
<b>Unrestricted net assets</b>	
Opening Bal Equity	<u>-135</u>
Total Unrestricted net assets	-135
Net Income	<u>-42,461</u>
Total Equity	<u>278,621</u>
<b>TOTAL LIABILITIES &amp; EQUITY</b>	<u><u>997,996</u></u>

**Orient Land Trust**  
**Statement of Cash Flows**  
January through February 2005

	<u>Jan - Feb 05</u>
<b>OPERATING ACTIVITIES</b>	
Net Income	-44,286
Adjustments to reconcile Net Income to net cash provided by operations:	
Accounts receivable	1,825
CapitalOne MilesOne	1,272
Citibank Premium Business	1,780
Sam's Club	156
Payroll Liabilities:Colorado Unemployment	1,087
Payroll Liabilities:Colorado Withholding	721
Payroll Liabilities:Flexible Spending Accounts:FSA - Medical Care	9,850
Net cash provided by Operating Activities	<u>-27,595</u>
<b>INVESTING ACTIVITIES</b>	
Fixed assets:Computer Equipment	-565
Fixed assets:Furniture, fixtures, & equipmen	-782
Net cash provided by Investing Activities	<u>-1,347</u>
<b>FINANCING ACTIVITIES</b>	
Everson Ranch:SCCU - Everson Ranch loan	-6,141
Net cash provided by Financing Activities	<u>-6,141</u>
Net cash increase for period	-35,083
Cash at beginning of period	<u>142,959</u>
Cash at end of period	<u><u>107,876</u></u>