

**ORIENT LAND TRUST (OLT) BOARD OF DIRECTORS REGULAR MEETING
TIDD RESIDENCE, 28988 COUNTY ROAD 65 (1.5 MILES SOUTH OF OLT)
SATURDAY, OCTOBER 17, 2009**

MINUTES

- I. Record Attendance – Doug B, Harold P, John E, Kai A, Mike B, Paul Z, Amy T, and Barbara T present. Dan J was present on speakerphone. Guests present were: Sarah H, Rob Z, Don G, Kathy G, Marilyn S, Deb H, Terry S, Neil S, Susan S, and Aurielle A. Chuck B joined the meeting at 12:50 pm. Susan S departed after the lunch break. Sarah and Rob departed at 1:30 pm.
- II. Meeting Call to Order and Questions/Comments from Guests – Mike called the meeting to order at 9:05 AM. Board and officer introductions were made. Mike requested that guest comments be limited to 5 minutes each. He suggested that ideas and comments be brought to the meet and greet at 5 pm today. Mike reiterated that the Board is involved in the big picture vs. daily operations, which is handled by staff. Guests introduced themselves. There were no comments or questions.
- III. Changes to Agenda – There were no changes to the Agenda. It was noted that three of four board candidates are present.
- IV. Approve Regular Session Meeting Minutes from July 18, 2009 – Doug moved to approve these minutes. Paul seconded, and the motion was adopted: all in favor, none opposed, no abstentions.
- V. Approve Special Session Meeting Minutes from September 19, 2009 – Doug moved to approve these minutes. Kai seconded, and the motion was adopted: all in favor, none opposed, no abstentions.
- VI. Questions/Comments from Guests –See II above.
- VII. Executive Director’s Report (attached) – Amy reported that we received correspondence from the State that they received our application for State Certification and it was complete. We should hear something by mid to late November. Dec. 7 is staff training day. Staff requested conflict resolution training which will be conducted by Mountain States Employers Assn. Greg Powell will conduct a sexual harassment training on Dec. 7. The wastewater treatment plant will definitely not be a lagoon system, but we’re not sure yet which type of system it will be. We don’t want to put wastewater into Hot Springs Creek. Systems being looked at are advanced septic or mechanical plant. Discussion ensued about the different systems. The cost for five advanced septic systems, of which the effluent would be piped down the hillside to the 80-acres for dispersal, is estimated to be around \$100,000. Construction estimates for the mechanical system are between \$130,000 and \$220,000. Amy briefed the Board on grants for which she has applied. The hot springs property letter of intent donation agreement with Neil and Terry was signed on October 7th. We are in a good position with our computers, and the rehabilitated server and 3 new computers should arrive shortly. Once the new computers are in place, which will be soon, the tech task force can reengage on computer issues. Chris is working on the credit card security issue. Amy has already received a good response on the SLV Conservation Roundtable scheduled for Nov. 12 from 9-3 pm at the Saguache Community Center. It is not open to the public. Board members are encouraged to attend. CO Div. of Wildlife, Colo. Water Trust, RiGHT, San Isabel Land Trust, LTUA, Crestone Baca Land

Trust, USFS, BLM, and staff from CO senators and legislators have been invited and some have RSVP'd. Kai indicated that we want to build some horsepower with this before we go public.

The cost to dig the reservoir is estimated to be \$60,000, which is more than expected. It was originally estimated to cost \$20,000 to \$25,000. This estimate was not a competitive bid. Paul suggested that we get another estimate. Amy said that of the two excavators in the Valley, there is only one who knows how to dig reservoirs. The surface area is 2 acres, more than double the size of the original reservoir. Doug suggested contacting Kenny Skoglund for another bid. \$25,000 was budgeted for this. There will be a teleconference or email vote if another estimate is not obtained. The reservoir is for 17 ac. ft. of water. Our water rights application allows us to go up to 20 ac. ft. of water. NRCS covered the cost of the first reservoir but will not contribute to the expense of reconstruction. Amy will verify this point before proceeding with awarding a bid. Dan suggested negotiating with the contractor that submitted the \$60K bid. Amy said that one issue that is requiring us to move quickly on this is that we need to get the fish moved and the new species into the new reservoir before it gets really cold. We need to decommission the current reservoir as soon as possible. Doug also mentioned Gary Vollertson as a possible excavator. The Board directed Amy to tell the current bidder that the Board is requiring competitive bidding. The Board needs to approve any change to the current budget. Partners For Wildlife, a program of the US Fish & Wildlife Service, will fund the creek restoration planning, design and implementation.

Amy presented John L's and Aurielle's proposals for revised 2010 rates. Amy supports all three changes as proposed: 1) do not change current dog fee structure that went into effect on July 1, 2009, 2) charge \$5 per vehicle camping site per night, 3) charge an additional \$5 per night per vehicle camping site for use of electricity. Rob expressed his concerns about the per night additional charge. Mike thinks that since the Board initially approved the rates change, the board should approve any revisions to that change. Harold is in favor of supporting the staff on this. Mike brought up whether the change impacts the 2010 budget. Harold moved that the Board approve the staff proposals as presented. Doug seconded. There was no further discussion. The motion carried, all in favor, none opposed, no abstentions.

- VIII. Board Chair's Report – Dan thanked the Board members for their 100% participation in LTA membership. This brings up our recognition on a national scale. Dan thanked Neil and Terry for their completing the donation agreement and Amy for her work on it. AYO is the first step toward accreditation. The Board needs to be very involved in the AYO process. Amy is to work with Barb on this. At the January meeting, Barb is to provide an organizational structure on how we're going to tackle this. Dan briefed the Board on the AYO process and indicated that it is required before applying for accreditation. Amy indicated that if we get the GOCO grant, for the first six months of 2010 there will be considerable board involvement. We should hear about the grant by the end of December. The additional board time would probably be in groups of two or three members, rather than by the complete board. The pace is up to the board. The average time to complete the guided process with a consultant is two to four months. Amy's estimate for the entire process is six months, including legal review. Dan indicated that accreditation will be increasingly noticed by the public, so it is important. It is also needed so landowners respect us and are more comfortable in doing CEs with us. Foundations and government agencies are increasingly asking if a land trust is accredited on grant and funding applications. More and more land trusts are becoming accredited. The balance of Dan's report provided to the board is a summary of three days of workshops he attended.

- IX. Secretary's Report/Correspondence (attached) – Barb restated Amy's comment that she received a letter from the State Div. of Regulatory Agencies acknowledging receipt of our application for State Certification.

Barb compared OLT's bank statements to the Treasurer's report and found no discrepancies that could not be accounted for as of 9/30/09.

X. Treasurer's Report

- a. John presented the Income Statement, Balance Sheet, Cash Flow Statement, which are through September 30, 2009 (attached). John pointed out that it is important that we show the public that we have set aside funds for land conservation and stewardship. Our income is higher than budget. We are well positioned as a recreational offering. New construction expenses are all related to visitor experience, not land conservation. The in-kind contribution was a donation of stock that appreciated by the time we sold it. Keep in mind that we finished the Everson Ranch payments and paid off another parcel one year before the due date. Program revenue and expenses are running almost equal. However, our staff is also fundraising and working in land conservation. We have to look at what we're expending on land conservation from the hot springs operating income. A bank would require us to separate funds that we dedicate to land conservation. John brings this up for the Board's information for the Board to have assurance that the model is still working. Neil wondered if a CE would restrict mortgaging the property. Amy said that the value of a CE is zero. We want to ensure that we can pledge as security the property under the proposed TNC CE. The owner of the property is subject to CE restrictions. Dan directed Barb to research the possibility of mortgaging a property held under a CE.

John focused on the Statement of Cash Flows. We are *earning* about \$141,000 annually. He indicated that 2009 is a normal year. Next year we will have more revenue and more expenses. At this time we have no debt obligations on land or other debt service.

Doug moved to approve the Treasurer's Report. Paul seconded, and the motion was adopted: all in favor, none opposed, no abstentions.

- b. Update of 2009 budget, reconciling with current budget status – John covered this in his discussion of the Treasurer's Report.
- c. Review unrestricted reserves in operating account (attached) – John and Amy discussed these items.
- d. CPA selection for 2010 audit – Terry and Amy contacted a CPA in Colorado Springs with land trust experience who was recommended by an attorney. John will bring this to the board for its consideration when staff brings him a recommendation.
- e. Stats Charts (attached) – Barb noted that our total and admission income and donations are above 2008. The number of visitors as of 9/30 is over 1,000 more than last year. John asked how the increased numbers have affected the visitor's experience. Susan said that it's been more stressful for staff. Neil believes that vehicle reservations will increase staff time. Amy has budgeted for an additional staff person during summer months. Aurielle commented that she'd

received five comments from visitors last week that it's too crowded, harder to get a reservation, it's edgier, and people aren't as friendly. People are feeling crunched in different ways. Susan thinks the quota increase may have had an affect on the visitor experience. John is concerned that we be aware if we are eroding the visitor experience. Mike believes we are very understaffed for the front desk, particularly compared to comparable operations he has recently visited. Discussion ensued.

XI. Committee Reports

- a. Board Development (BDC) – Dan said that the BDC is meeting Monday to discuss prospective members. Dan briefed the prospective members on the process. If we add anyone to the Board, it will be at the January meeting. Dan thanked the applicants for their interest. The BDC will also discuss honing the position description, the board's size, PSAs to attract local people to board, and policy work.
- b. Investment – John reported that the committee met a couple of weeks ago. All accounts are in place and properly opened: operating, land conservation, stewardship-monitoring-legal defense fund, so we can use them for their designated purposes. Reservoir expenses will be in 2009, but will impact 2010. The committee decided it is time to tap into the capital reserve fund which will be \$177,000 by the end of 2009. The committee will recommend to the board to tap into these funds. The wastewater treatment facility, reservoir, ADA bathroom, and steam room are all one-time expenses. By 2009 year-end, the capital reserve fund will be at \$177,000. Either we will tap into it or we will not build the ADA bath, steam room, and/or go with the less expensive wastewater treatment facility. Amy thinks we'll need to use the vast majority of the capital reserve fund in 2010. The \$85,000 sprinkler for the Ranch must be purchased in 2010. NRCS will fund \$20,000. Amy is going to ask Larry McBride of NRCS for additional funds from NRCS and/or for another source of funding.
- c. Land Action – Kai referenced the committee's 6/25/09 meeting minutes (attached).
 - i. LAC Procedure Policy - Kai said they're working on the procedure for mechanics for going forward with conservation easements. This procedure will also apply to fee title properties. The board would have two approvals in the process, a preliminary approval to move forward and then a final acceptance of the land transaction. Dan stated that other land trusts follow a similar procedure. A policy will be presented to the Board for approval at the January meeting. CDOW and GOCO grant applications have been submitted. SLV conservation roundtable is a great step forward. Its purpose is for networking, exchanging ideas, and collaboration. The Susman closing is scheduled for the week of October 19, 2009.
 - ii. BLM Update – Kai informed the Board about the travel management access issue related to the Orient Mine and BLM roads that access OLT property. Kai thinks there is an unnecessary road density adjacent to and accessing OLT property and in one case impacting onto OLT land. Kai suggested that he, Doug, and Amy walk the roads to determine what roads OLT may request be vacated. It sounds like BLM is being accommodating to our requests. BLM removed their sign on County Road GG. This will be impacted by the CDOW grant, if we get it.

Baca National Wildlife Refuge drilling is on hold again. BLM is leasing a parcel in Chaffee County for geothermal power generation. Kai thinks it's the first geothermal lease in the State. Amy feels that Andrew Archuleta would let her know if there were going to be such activity around here. Kai indicated that this type of activity has become a national priority. Other land action issues will be discussed in executive session.

- d. Land Management – Doug reported that there was no report because the committee has not met since the last board meeting. There will be news at the January meeting. The on-the-ground survey work is complete. Doug said it is good that we now know where the north boundary is. We are awaiting the documentation on the hot springs property. A couple vehicle sites are on State Land Board land.
- e. Resource Development – Paul reported that there was a meeting in August. Minutes of that meeting were in the Board e-packet emailed on 9/25. There will be a meeting in December, and Paul will report in January on fundraising strategies for 2010. There will not be a raffle in 2010.
- f. Visitor Experience – Mike reported that the committee during the last 1 ½ years has acted as a focus group using visitors to analyze visitor experience and new ideas to possibly make changes. The committee has had good input in terms of the commons building, steam room, astronomy program and 2010 price increase, but it seems the committee has exhausted its ability to analyze new ideas and data concerning specific issues. There was ongoing confusion with the members whether the committee is of the board or does it represent management. With Amy and Dan's concurrence, it was decided to retire the committee. A smaller task force approach run by management will be established. The steam room task force has been created.
 - i. Steam room subcommittee report – The group met yesterday. The group is ready to go to a preliminary architectural design at very low cost. They will move from this to the bid process for architectural bids. Budget is an issue.

Task forces are to focus on specific issues. Once an issue is resolved, the task force sunsets. Committees will be more staff directed in the future. Visitors will route comments to staff. John said that visitor experience is our lifeblood. We must have a regular mechanism to get feedback from the public. An example of how this worked recently is with the vehicle rate change proposal. Harold said the board needs some metric to gauge visitor satisfaction in order to watch how it changes. Complaints are not the way to gauge visitor satisfaction. Sampling is important. Deb suggested that there may be surveys in the public domain that are tried and true. Harold said that how a survey is administered and applied is probably more important than the survey itself. Paul will look into it.

XII. Unfinished Business

- a. Finalizing Susman closing (resolution attached) – We made an early \$30,000 payment in July 2009. The appraisal as of November 2005 is done and is fine. The title issue is resolved. Closing is scheduled for Oct. 23. John and Amy have signed the \$58,000 check for the balance due. Amy gave the required due notice to Susman. Amy presented the resolution. Harold moved to approve the resolution as presented. Doug seconded. There being no further discussion, the motion carried, all in favor, none opposed, no abstentions.

The meeting recessed at 11:55 pm for lunch. The meeting resumed at 12:30 pm.

- b. Reservoir – Amy will check on getting justification for the high amount of the bid. Partners for Wildlife has agreed to fund the entire project of restoring the Hot Springs Creek from a ditch to a real creek. Rick Schnaderbeck wants to do it late winter of 2010. Amy and Rick will meet about a timeline. The fish needs to get moved before it gets too cold. We have Rio Grande Chub; they're adding Rio Grande Suckers. Kai brought up that when you start working with the State, it could have implications on future uses, water rights, withdrawals, modifications. We want to ask those questions. Kai said that we need to look at possible uses for the reservoir. Amy stated that all building envelopes must be identified before the CE is put in place. Discussion ensued about possible building envelopes on the Everson Ranch. Neil stated that the area around the reservoir is some of the most beautiful land of OLT implying that humans will want to gravitate there. General opinion was we do not want to add camping at the reservoir but that hiking trails would be acceptable. After the site visit on Tues. with the engineers, Amy will send the Board an update. The reservoir must be dug by the end of the month.
- c. Wastewater Treatment – Amy is hoping that once Briliam Engineers walk the site on October 20, 2009, they'll be able to better pinpoint their construction estimates. Board members commented that there are now other priorities as well, such as the reservoir and the sprinkler. Doug asked if constructing the facility in stages would be possible by doing some of the work in 2010 and some in 2011. Amy feels we need to get some of the substantive work done in 2010. Amy suggested that if we do the five septic, it could be staged. Amy suggests that we get a permit this winter and make progress on a substantive piece of the treatment plant. Amy made this a priority based on input from the Board and Neil that the facility had to be completed as soon as possible. The ballpark estimate that Amy got from the engineers was \$130,000 to \$250,000. We have to make a decision before the engineers complete their application and submit it to the State. It takes three to six months for the State to process an application. The delay with the engineers is because we have changed our minds about the type of system and location of the facility. John suggested that once we have more data, we can make a more informed decision. The Board will discuss this again following receipt of additional information.
- d. Village donation – Amy reported that the agreement was signed Oct. 7, 2009. She summarized the agreement. OLT agrees to provide all utilities. We did not carve out any water rights for the Seitz parcel. The Seitz Subdivision was approved Oct. 6. The title commitment has been ordered. TNC wants one consolidated title commitment. Once Susman is closed, we can order the consolidated title commitment. Amy has in mind to close on the Seitz donation in early November. Harold said that we need to *widely* recognize this donation with an event. The event doesn't have to be now. Amy suggested March once the TNC CE is in place. Amy would like a lot of publicity this fall and an event in the spring. Donor recognition is in the budget. The Board asked staff to bring a recommendation to the Board for both a PR campaign and an event for this donation. John suggested looking within the OLT family for assistance.
- e. Nature Conservancy/DOW easements – This is the grant Amy applied for in June of which we made the first cut. She expects to hear back the first week of December. The local DOW rep. said he really liked our project and that DOW may find a way to fund it out of another pot of money if we don't get this grant. The grant included a \$5,000 stewardship fund, staff to help us with bat tours, \$12,000 for ATV control and access to OLT property, and a kiosk. DOW would

be a third party easement holder of the Mine property. Amy spoke with a TNC scientist for the first time. TNC continues to move forward on this. Kai inquired of the timeline for conditions of the CE. By late January, we should have building envelopes surveyed on the Ranch, hydro plant area, and any others. Surveying is going on now for some of these envelopes. Kai would like to spend some time as a group with mapping. Neil has been working with GPS in connection with the wastewater treatment facility. Consensus is that this is very important and that good mapping must be done. Right after the holidays Amy will have images ready and aerial photos for building envelopes that will include GPS coordinates. Kai suggested that staff look at these before the Board. Amy engaged Oz, the architect, giving him six proposals for the site plan for the hot springs building envelope which he'll consolidate into three options for the Board to consider at the January meeting. The purpose of this is to have an in-depth discussion about the site plan at the January meeting, since the board set March 31, 2010 for the goal of finalizing the site plan.

- f. State certification & LTA accreditation update – Amy and Dan previously covered these. We'll start AYO in 2010.
- g. Strategic Planning outcomes
 - i. Summary – Dan sees the January agenda as coming together with fewer topics that will take more time rather than many items each of which take up a little time. Harold said that a strategic plan was not an outcome of the weekend. Harold suggested a follow-up in which a strategic plan is the outcome. The strategic plan should guide our budgeting and decision-making.
 - ii. Vision, Mission and Values Statements (attached) – Mike introduced this. After a brief discussion, Mike asked for approval of these statements. John moved to approve the Vision Statement as stated on p. 23 of the board packet as developed in our September strategic planning session. Paul seconded, and the motion was adopted: all in favor, none opposed, no abstentions. John moved to approve the Mission Statement as stated on p. 23 of the board packet as developed in our Sept. strategic planning session. Harold seconded, and the motion was adopted: all in favor, none opposed, no abstentions. John moved to approve the Statement of Values and Guiding Principles as outlined on p. 23 of the board packet as developed in our Sept. strategic planning session. Harold seconded. Mike and John wanted the public to note that these are quite different from our current statement. John said that there has been a movement more toward land conservation in our statement of values as compared to our lifestyle statement that we made in 2005. He further stated that we feel that our lifestyle is incorporated into OLT's culture, so that the statement of values and guiding principles should now be on land conservation. Dan said that the clothing optional aspect is covered in the mission statement. Following discussion, the motion was adopted: all in favor, none opposed, no abstentions.
 - iii. 2010 Work Plan (attached) – Amy directed her comments to the public indicating that these are her goals as directed by the Board. How she achieves them is up to her.
 - iv. Executive Limits Policy – Dan wants some feedback from the Board on this. The Board discussed how this was arrived at during the strategic planning weekend. Kai felt there was

some hesitation at the strategic planning weekend. He's not sure he's ready to adopt this. Harold believed this was a misinterpretation of the Carver model. You don't start with the negative. You start with goals and objectives, then set limits. John prefers the positive approach. Paul prefers the negative because it does set limits. Doug agrees with Harold that it doesn't make sense to have a limits policy until we have defined goals and objectives. It doesn't seem that the Board is comfortable setting a policy, but rather looks at situations as they occur. Committees are the place where the Board can "get into the weeds". Kai said it would have helped to look at other models. The facilitator was pro-Carver. Amy directed Barb to research governance models for presentation at the April meeting.

h. Bylaw Changes

- i. BDR Policy annual review per LTA – This item was moved to the January meeting Agenda.

XIII. New Business

- a. Initiate ED Review for 2009 – Dan will send the review form out between Nov. 15 and Dec. 1. It will be due back Dec. 15.
- b. LTA Conservation Defense Insurance commitment (attached) – Amy gave a very brief summary about the program. If the program does not get up and running, our \$250 will be refunded. The fee is an annual fee based on the number of CEs or fee owned parcels that the land trust owns. We save money by committing sooner rather than later. Amy read the provisions of the program. Doug moved to approve the Resolution for Conservation Protection Program-Commitment to Participate at pages 25-28 of the Board packet. Paul seconded. There being no further discussion, the motion was adopted: all in favor, none opposed, no abstentions.
- c. Employee Retirement Plan – Amy introduced this as a heads up suggesting that the Board consider a retirement plan in the next 2-3 years. Terry said that health insurance reform may impact us. John pointed out that budget demands will prevent looking at this as soon as 2010, but that the organization should seriously consider funding a retirement plan in the future.
- d. 2010 Budget (attached) – There are two budgets, one for visitor services and one for land conservation because we have a tag line that says 100% of our unrestricted donations go toward land conservation. Amy said that if we do a wastewater treatment plant and steam room, it's possible that their costs could come in lower. Terry developed the expense estimate based on years of experience when we increase rates. She increased our income by about 10% over 2008. Mike reported that the steam room facility is being considered for around campsite U moving up toward campsite Q, may be with one building housing a steam room and one building with bathrooms, for example, with a patio between them. We want to make the steam room more of a meditative experience and therefore, want it to face the woods. This is the most cost effective way. Amy said the budget includes these high estimates: \$200,000 for wastewater treatment plant, \$30,000 for steam room, and \$20,000 for ADA bathroom. Maybe it would be \$30,000 for both the steam room and bathroom if the projects are combined. \$20,000 is the NRCS current cost share. We are in the last year of a 3-year contract with NRCS. Amy is going to ask Larry McBride about possibly amending the NRCS contract and possibly increasing their cost share. Neil provided the Board additional information on sprinkler costs; Neil is waiting to receive more information. Kai mentioned that the Board previously discussed increasing the Ranch tenants' rent once the sprinkler is in place. NRCS said that two years after the sprinkler is in

place, we would see double the amount of grass. Amy responded to questions from the Board concerning specific budget line items. Amy stated that all salaries are expensed in the Visitor Services budget, although her time, the land conservation specialist's and part of Terry's time is spent on land conservation. Amy clarified that the positive figure in the Land Conservation budget cannot be expensed for Visitor Services. Kai suggested a possible limit on administrative and legal costs, for example. Harold said that if we're transparent in how we report administrative costs, he's okay with including expensing them against the land conservation fund. Amy spends about one-half of her time on hot springs operations; Terry about one-fourth of her time on land conservation. Would Barb's time as Board Sec. be 100% on land conservation? Kai stated that we're one organization and wants to avoid our getting into two different missions. Amy separated the budgets because of the land conservation declaration. Amy would like to see as much as possible administrative costs coming out of the program revenue. Harold asked how do we allocate staff time? Harold will not approve a budget that does not allocate some of staff's time to land conservation. Amy and Terry will work on this allocation and bring back information to the Board for its consideration.

- e. Capital Reserve Fund – John said that we need to release some capital reserve funds this year. Amy said the reservoir construction will cost \$65,000. John moved to release \$65,000 from the capital reserve budget to be spent on infrastructure improvements short-term for the next 90 days. The motion died for lack of a second.
- f. New Policies
 - i. Land Action Committee Due Diligence Procedure – Amy said that this is still being developed.
 - ii. Land Conservation Projects Fund Declaration (attached) – Amy modeled this on prior policies and declarations. The Board was not ready to approve this based on the budget discussion. Amy and Kai prefer that a percentage of administration be defined in this Declaration.
 - iii. Stewardship, Monitoring and Legal Defense Fund Declaration – Amy is still working on this language and will try to have it done by January. This is not a subaccount of land conservation. 80% of unrestricted donations go to the land conservation fund; 20% go to the stewardship fund.
- g. Resolution-Moratorium on Vendors (attached) – Mike explained the reasons for this proposal. Currently we have a problem with unmanaged massage therapists, and we don't have a designated place for them. It was felt that the best way to handle this is to place a moratorium on all vendors at this time. There are legal issues involved as well. We want to develop a comprehensive policy before we open this up to vendors again. Amy is going to work with staff on a bullet list. She'll have our attorney review it. Our attorney reviewed this resolution. Neil questioned whether vending is needed at all. Mike thinks we would lose 10% of our income if we eliminated massage therapists. Aurielle believes otherwise. Deb said that it would diminish her experience if massage therapists were not present. Neil feels that vendors create a different atmosphere than if they were not present. Paul suggested getting input from vendors. Mike suggested a questionnaire to vendors. Kai said the Forest Service has a model that OLT could use to establish a framework for how to work with vendors. Amy will work with Kai on this

and bring a recommendation to the Resource Development Committee. Doug moved to approve the Resolution Creating a Moratorium on all Vendor Services at Orient Land Trust at page 35 of the Board packet. Harold seconded, and the motion was adopted: all in favor, none opposed, no abstentions.

- XIV. How did we do today? Self-examination on our governance – Doug commented that it helped to keep in mind what is for the staff and what is for the Board. We wandered around a bit. Harold said that if we have a written report, we should only need to ask questions about the report. It shouldn't be necessary to restate the report. The deferral of the budget was because we need more data. Don is impressed with the way the board is operating, and it shows remarkable progress. Deb is glad that the budget was tabled based on its new mission statement. Dan said it's important that we are educated before the January meeting on the 2010 budget so that we can act efficiently on it at that meeting. Dan suggested any questions from board candidates should be addressed to Harold who can bring them to the meeting on Monday. Kai wanted to hear from the ED because of the change in the board's relationship to the ED. Amy feels that the board does a good job of grounding her because she is working on so many tasks at one time. She said that the board helps her do her job. The new governing model of the Board keeping out of the weeds has been very helpful for her.
- XV. Announcements
 - a. Mike invited everyone to the Board Social hour with wine and cheese 5-6 PM tonight at The Welcome Center - Meet and greet with board candidates and staff.
 - b. Mike confirmed the next regular board meeting date – Saturday, January 16, 2010 at 9 PM at location to be determined.
- XVI. Executive Session - The regular Board meeting adjourned at 2:45 PM and, following a break, the Board convened in Executive Session at 3:18 PM. Executive session adjourned at 4:37 PM.

The meeting was adjourned at 4:37 PM.

Submitted by:

Approved by:

_____ / _____

_____ / _____

Barbara Tidd, Secretary

Date

Mike Blevins, Vice-Chair

Date