

**ORIENT LAND TRUST (OLT) BOARD OF DIRECTORS MEETING
SEITZ RESIDENCE ADJACENT TO THE OLT WELCOME CENTER
SATURDAY, APRIL 16, 2011, 9:00 AM
MINUTES**

- I. Record Attendance – **Those present - Board:** Doug Bishop, Mike Blevins, Dan Jones, Harold Pratt, John Eiseman, Marilyn Sherbring. **Staff:** Suzanne Ewy, Barbara Tidd, Matt G, Mark J (left the meeting at 2:09 PM), Neil Seitz, Terry Seitz. **Guests:** Annie P, Camille R, Deb H, Don G, Jessica D, Keno M, Rose M, Pam G. Board member Paul Zoric was absent with prior notice. Rose and Pam departed the meeting at about 12:30 pm.
- II. Meeting Call to Order – Dan called the meeting to order at 9:04 AM.
- III. Changes to Agenda – There were no changes to the agenda.
- IV. Guest Questions/Comments – Dan welcomed guests, introduced Camille and Jessica as prospective board members and introduced the board. Guests introduced themselves. Keno commented that he appreciated that the same board members are here one year later and that communication seems more open. He appreciates that the Board has come around and thanked Suzanne for helping in this. Keno would like to discuss a matter in private during break with Suzanne and one board member.

ED & Officer Reports

Continue 9:15 AM

- V. Executive Director Report (in packet) – Suzanne thanked everyone for coming. She gave the following updates: We’re building a healthy foundation based on our mission. We’ve made changes as we migrate from 10 years ago as a hot springs resort to a significant land trust. Last week Suzanne met with the executive directors/representatives of four other land trusts. Suzanne read to the Board OLT’s mission statement and objectives to achieve the mission. Suzanne briefly explained the RESPECT campaign that she started when she joined OLT. This includes respect for one another, wildlife, and the land. Staff will be promoting this through various means at guest check-in and through distribution of materials. Dan interjected that we are going to embrace and live this.

Suzanne announced that the Sunday after the July board meeting, there will be a BBQ at the Ranch. Suzanne gave accolades to the Freeses, OLT’s Ranch lessees. They have agreed to put together educational programs for children and will help us with volunteer programs on the Ranch. Some of the new creek meanders are in places too steep, and we are getting erosion. With the meanders, we are losing heat in the stream, and the reservoir froze for the first time this year. If we put in the two additional oxbows (slated for this summer), we may lose our fish if the stream loses too much heat. This will have to be researched. Harold asked who will make the decision about solving the oxbow issue. Suzanne said it would be a team including Corey Kanuckel, DOW biologist, Josh Nehring, DOW fisheries biologist, and our engineer. Dan suggested and Suzanne will touch base with Kate or someone else at TNC about this. If we do not put in the additional oxbows/large meanders, we will have more water for irrigation of the hay meadows. Suzanne thinks that the meanders and oxbows were for both the stream ecosystem and for the fish. Suzanne said that meanders were to lengthen the stream, but they are not a natural meander

shape. Neil suggested that OLT put in two Parshall flumes. Suzanne said that we have one above the reservoir and plan to install one below the reservoir. We would then know the net loss between those two points. If we also put one directly below the hydro plant, we would know the loss from the stream, loss from the reservoir, and what is going out for irrigation.

Regarding the Memorandum of Understanding with Land Trust of the Upper Arkansas, we will do two agreements: 1) a general agreement that we'll work together on holding of conservation easements (CEs) in the northern SLV; and 2) an agreement delineating what each organization can bring to the table. For example, LTUA can bring technical expertise, historical knowledge, and creative ideas. OLT can provide human resources dedicated to land conservation, funding for CE costs, grant and donor attraction, and education. Suzanne asked that Marilyn assist her in drafting the agreements. Suzanne will address this more later in the meeting.

The website is being worked on.

Suzanne gave a brief report on the Northern San Luis Valley Conservation Roundtable and the educational event on the Closed Basin Project. Suzanne commented that she received positive feedback from one of the ranchers at the event who earlier had expressed concern about what the Roundtable was doing and not including the ranchers and farmers. Suzanne said that he realized the Roundtable is trying to open up their resources and provide them information. OLT has backed off its overarching presence at the Roundtable except for the funding of Barb as Acting Secretary.

Annie asked about the reference in Suzanne's report to engaging and utilizing fundraising experts. Suzanne explained that the fundraising experts to which she is referring is to experts who could help the board with major gifts. Dan said it is very big picture. Board and staff would become educated on how to approach major donors. This is a separate area from other fundraising that we already do, particularly under the direction of the RDC.

Survey – Annie commented that she was not aware that any surveys had been mailed through the postal service; many members have not received the survey. Annie asked if the response deadline is still in place. Suzanne said the survey has been sent out in every possible way, however, the database has caused some issues. The survey is 14 legal pages. It's been sent out in the e-newsletter and there is information about it at the check-in desk. The Resource Development Committee (RDC) and staff have tried to get it out in every way possible. There have been problems in migration of the survey. Only 35% of people have opened their email containing the e-newsletter that has a link to the survey. Annie said there was no reference to the survey in the header of the e-news or subject line of the e-news email. Therefore, many did not open the e-news. Suzanne said we have done as much as we can at this time. Another survey will go out next year. 350 have responded thus far. No decision on the deadline has been made. Keno suggested that one more email be sent to everyone stating, 'last chance' to respond to survey. Suzanne said we are looking at that.

- VI. Board Chair Report – Dan reported that he, Suzanne, and Barb meet following each meeting and lay out an outline/action plan for the next meeting.

- VII. Facilities Manager Report (in packet) – Mark talked through his report along with his power point presentation. Below are some highlights not necessarily covered in his report.
- a. Wastewater Treatment Plant - We have three possibilities: 1) eco/living machine (John Todd group); 2) methane digesters (Living Arts); and 3) conventional proposal (Briliam Engineering). We are doing an educational finding to determine what direction we want to go. We need to have a good relationship with the County health department, which we feel we have already established. We are looking for a Colorado professional engineer to work with OLT.

We have to wait until the kW usage drops in summer before we can install the new sauna heater because in winter/spring/fall we use too many kW to be able to also use the new sauna heater. Optimally, Mark suggested another hot tub higher that would be heated by a heat pump, and that hot water would then feed the cabins. The heat and head pressure from that would be significant. It can be done in stages. Suzanne said that all of this needs to be done in concert. Electricity is available in summer, but not in winter. More heat will bring more people in the winter. Suzanne said that we won't have the additional electricity until all five cabins are on line. Terry commented that what is good about the discussion is that we live within our means here.

Outdoor sinks will be hooked up within the next couple of weeks.

The diesel generator back-up is in good shape; it worked well when the electricity went down last week. The hydro went down last week because of a bearing repack that was needed. Suzanne complimented the maintenance staff, Neil, and Jim M on their work on this.

Fire fighting: There will be training in some aspects of fire fighting. Mark would like to get air breathing equipment; he is looking for cheap sources. We're doing pre-sets around the property and trying to expand on that because the nearest volunteer fire department is 40 minutes away from the time of the call. We can get an air drop in here fast. Mark confirmed that he can be counted on as an expert in this field. Neil said OLT's fire hydrant on County Rd. GG can fill the county fire truck in 3 minutes. Re: evacuation plan – getting out of the trees would be difficult, especially for guests who are not familiar with the area. Mark is addressing how to educate guests.

Trail/history signs along the Orient Mine road are being put up. The deadline is June 1. Suzanne said that we are applying for a grant for source point water protection. Suzanne clarified that ADA compliance is voluntary on our part.

Freeses want the Ranch fence line moved to its correct location by June 1. Tree planting will be this spring. Freeses will help prepare the land for planting.

Wastewater treatment plant (WWTP): Mark asked if/how the board would like to receive the very large John Todd power point presentation (not answered). Mark briefly described the Todd process. Whatever process we use, Mark wants to use the old system in creating the new system. There is a start-up time because time must be allowed for plantings and growth before the system can go online. They claim this plant can cut down our kW usage for a WWTP. Suzanne said Todd's team includes a botanist. Suzanne said that roots live during the winter. Plants will be native

species. Suzanne explained that the Consultant Policy will be followed in obtaining a contract; staff will send out an RFP to those companies staff chooses. John said that we may want a second opinion. Mark said we'll be bringing in a professional engineer. We are doing due diligence for staff and board. By the July meeting, Mark would like to have this resolved which direction we'll be going. Mark really likes the 'living machine.' The methane digester is a flammable gas. The Todd group has been doing living machines for 40 years. It is sustainable. Mark said there is no pressure to move away from our existing system. Suzanne said we're being pro-active. Maintenance on the current system is not as intensive as the Board was lead to believe by former staff. Mark said we're trying to fulfill our mission better in being pro-active about the WWTP. Dan suggested something be said about this in the next e-newsletter.

- VIII. Visitor Services Manager Report (in packet) – Matt highlighted items from his report. Staff training will focus on interpretive services (taken from park service training). We may add educational programs, e.g., in botanicals. Harold asked how much time would be involved to send an email blast about the survey. Matt said it would not take long at all. Give Matt names if you can of those who have not received the survey to assist him in researching the database/emailing glitches. John asked if we're seeing a better culture of respect based on complaints received or not received. Matt thinks it's been good; we're looking to improve it. Matt approaches it from a standpoint of education first. Suzanne thinks that excessive alcohol consumption is an issue that needs to be addressed. Matt thinks that there is customer satisfaction with regard to the visitor experience. Marilyn said she's received anecdotal comments that people are 'happier' than before. John said that our lesson from a year ago is that our customers are important, and we must pay attention to them and offer them what they want. We have a number of first timers who stop in on their way out who say 'I'm definitely coming back.' Suzanne said orientation going forward will include more emphasis on the land trust.
- IX. Secretary Report and Correspondence – Barb reported that she had received no correspondence.
- a. Barb gave a very brief summary of Colorado Water Trust's "Water on the Land" workshop, which she attended in Salida on March 31.
- X. Treasurer Report
- a. Income Statements, Balance Sheet, Cash Flow Statement (in packet). John reported that Visitor service revenue is down about 5% through March which is in line with last year. Maintenance, repair and equipment include sauna heater, sinks, and diesel generator hook-up. Costs are well under control. It is too early in the year to see a trend. Employee expenses are lower because of one less employee and bi-weekly payroll of \$17,000 fell a day after the end of the quarter; it is better to compare employee expenses to 2010 actual, but they cannot be compared exactly because expenses in 2011 are allocated differently between visitor services and land conservation budgets. Total Other Current Assets are actual cash. We are seeing a little erosion in our cash position. We will focus on not eroding it further. Almost all of our assets are financed through OLT equity. It is a very healthy balance sheet. Net income is not unexpected for this time of year. Although we show a negative current cash position, the land conservation fund owes the visitor services operating account more than that negative amount. We are going into our higher income period. John will work with Terry to husband our cash carefully.

The only large debt we have is the payment on the Essen property. If we are going into our slower income period in the fall and we are short on cash, we will look at borrowing possibilities. John will go over that more with the Board if needed as the time approaches. We are land and building rich. Cash is a little tight now. Nothing that John sees now is of great concern to him.

Mike brought up the increase in gas prices and how this might affect hot springs visitation. Neil said that it usually causes people to stay closer to home, so we usually see more Colorado license plates. However, this time we have a recession thrown into the mix. John said we have to see how it goes. Dan asked, 'What is the timetable to resolve the one account owing the other account?' Terry said that John said he sees it as fluid from one year to the next. John said that if it is a severe enough optical problem for our public, we could clean it up.

Doug moved to approve the financial (Treasurer's) reports. Marilyn seconded, and the motion carried: all in favor, none opposed, no abstentions.

- b. Results of 2010 Audit (see separate bound hard copy) - John reported that our biannual audit was wrapped up in February. The auditors issued a favorable letter. Auditors confirm that financial statements put out to the public are true and accurate. The auditors asked OLT to make a material change in its balance sheets. We had valued our land and property before the CE was granted the same as afterwards. We should have taken a haircut because we donated the conservation values on some property to The Nature Conservancy (TNC), and we gave an access easement and conservation easement on the Orient Mine property to the Colorado Div. of Wildlife (DOW). The auditors suggested reducing land assets by about \$850,000 because of the easements: reducing by 40% the value of the land subject to the TNC CE and 25% the land subject to the DOW CE and access easement. The auditors confirmed our processes and said that considering our size, we are probably doing fine. Doug moved to accept the 2010 audit. Marilyn seconded, and the motion carried: all in favor, none opposed, no abstentions.
- c. Stats Charts (in packet) - Barb reported that we are slightly behind last year in total income. Admissions are carrying the day thanks to March. Donations, excluding government, are down from 2009, but on par with last year. The number of donors is down slightly from last year and down by almost 100 from 2009. Solicitation letters went out toward the end of March. For the first quarter, we had 150 less visitors this year than last year, 162 less in Jan. and Feb., and 360 less than in 2009. 2011 visitors = 3292; 2010 visitors = 3442; 2009 visitors = 3652.

XI. Committee & Task Force Reports

- a. Board Development (BDC) – Harold asked Camille and Jessica to say a few words about themselves.

Soon after this meeting per our procedure, BDC will have a phone interview with our candidates. Based on that and the BDC recommendations to the Board, the Board members will be selected. Mike thinks some good candidates were overlooked by narrowing the list early on. Deb said that she put in an application and did not hear anything. Harold said the procedure can be revised. Harold thought the BDC had got back to Board applicants. Marilyn

would like to know the procedure. Harold said there is time to revise the process this year. The Board will discuss in Executive Session what happened with specific candidates this year.

Camille spoke: She has been coming to the hot springs since the early 1980s. She has been a summer resident of Colorado since she was four and a permanent resident since the early 1980s. Her home is in Lake City. Her Masters is in rangeland management with a focus on ecological restoration. She worked in mine reclamation, overseas for 8+ years as rangeland management specialist. She has worked in participatory resource management. Since 2006, she has worked to build the Lake Fork Valley Conservancy and is now its one-half time director, having previously served on its board. The Conservancy focuses on facilitating CEs, cleanup of abandoned mines, river restoration, environmental outreach, and community gardens. She has a lot of fundraising experience, mainly from government grants, but also from foundations. She is now on the Lake City library board and in the past has served on international boards. She wants to be on the Board because she thinks OLT has an opportunity to develop a very progressive conservation plan for the northern SLV. She would bring a lot of experience to the table, is hardworking, and it would be fun. Camille would devote as much time as she can to OLT.

Jessica spoke: She is a lifelong resident of the SLV. She started coming to the hot springs in the 1970s. She sees the potential and resources here. She has a BS in Political Science, has traveled internationally, and taught English in Ho Chi Minh City, Viet Nam. She is part of EarthArt land cooperative about 5 mi. south of OLT. She could bring to OLT: continuity between EarthArt and OLT. Her non-profit experience includes: ScSEED, including working on the Saguache downtown revitalization; fundraising; grant writing, which she does professionally; and working for an international board as an administrative assistant. She is a member of Saguache County Business Association. She would want to bring to OLT an educational aspect – there is tremendous opportunity on educating folks on the sustainability aspects and this being a demonstration site; she would love to contribute to this and thinks her team spirit would add to OLT. Her family owns Villa Grove Trade, which is service. This has honed her hospitality skills, her ability to listen and to address situations. The Trade has made it their mission as a family business to nurture people's emotions as well as serving them good food. At the end of last year, Jessica gave up other commitments to make time for OLT. She does her professional grant writing and development work from home, so her hours are flexible.

Don apologized on behalf of the BDC for not notifying the other board candidates. Harold said he would take full responsibility for that. Notwithstanding, Don thought the BDC did an excellent job in this selection process. John said that a priority of board development was to seat a local rancher. Harold said that the board was looking for a local person and diversity as far as age, gender, and ethnicity.

- i. Amend Director Position Description (in packet) – Harold said the significant change is to provide reimbursement for admission/overnight fees in addition to mileage, which has been available in the past. For board members, if there were six out of area attendees, next year, for four meetings, the cost to OLT would be \$720 and therefore,

reduced income to OLT. It was pointed out that reimbursement is optional. Dan also pointed out that a board member is able to reserve an accommodation up to three months in advance no matter what the board member's membership level is.

Harold moved to approve the amended Board of Directors Position Description as shown on pp. 27 to 29 of the printed Board packet. Doug seconded, and the motion carried: all in favor, none opposed, no abstentions.

John wanted to ensure that Jessica and Camille are okay with the fact that naturism is part of our mission. They are. Harold said that one of the questions to interviewees is about naturism.

- ii. Amend Strategy to Attract New Board Members – Harold recommended the following language be added to the Strategy for New Board Members:

"The same benefits afforded to Board members for Board meeting weekends with respect to admission/overnight fees and reimbursement for mileage and limited accommodation fees as stated in the Board Position Description apply to the prospective Board members who have been invited by the BDC to attend a Board meeting."

Harold moved that the Board approve the addition of the above statement in the Strategy for New Board members. Doug seconded the motion. Discussion ensued. Mike pointed out again that the BDC reduced the number of candidates. Harold said that the BDC followed the procedure. The BDC makes recommendations to the Board. The Board makes the final decision. Harold asked the Chair to call for the question. Discussion continued. Harold said the BDC's job is to find the best candidates. Marilyn would like to work on the wording before it is approved. Harold said we can and Dan echoed that we will postpone the motion until the July meeting. Marilyn moved and Harold seconded that the vote on this motion be postponed until the July meeting. The postponement motion carried: all in favor, none opposed, no abstentions.

- b. Investment – John said we're not actively participating in the securities market. Funds are mostly invested in CDs.
 - i. Revisions to Gift Acceptance Policy (in packet) – John introduced the policy amendments. The policy was originally drafted from LTA's suggested format. The suggested revisions are more administrative rather than substantive. Barb clarified that the Exh. A referred to in the policy is the Conflict of Interest Policy, whatever it may be at the time. Doug moved to approve the amended Gift Acceptance and Administration Policy as shown on pp. 32 to 39 of the printed Board packet. Mike seconded, and the motion carried: all in favor, none opposed, no abstentions.
 - ii. Revisions to Investment Policy (in packet) – John explained that an Investment policy is dynamic and that the suggested revisions are nothing too substantive, but rather more administrative and housekeeping to conform to our existing structure. John

recommended that the Board approve the following revisions to the policy under XI. REPORTING:

“The Executive Director and Treasurer shall require that such reports be provided no less than once every quarter, with a bias towards monthly reporting, and with such reports being mailed to OLT no later than 30 days after the end of the reporting period. The original statements or reports shall be mailed to the Executive Office Manager at the OLT office ~~with copies of these statements mailed to the Secretary at a separate address.~~

It shall be the responsibility of the Secretary to review the Treasurer’s reports, ~~(mailed by the Treasurer to the Secretary at an address separate from the OLT office,)~~ comparing the reports to the ~~copies of the~~ statements received by the Treasurer Office Manager, and identify to the Board Chair any discrepancy between the Treasurer’s reports and the ~~Secretary’s records statements received.”~~ *(deletions crossed out, additions underlined)*

Mike moved to amend the above paragraphs in the Investment Policy under XI. REPORTING to reflect OLT’s current operations. Marilyn seconded, and the motion carried: all in favor, none opposed, no abstentions.

- c. Land Action/Land Management – Marilyn reported that they held a conference call meeting having invited all those who had expressed an interest in being on the committee. Marilyn said that another meeting will be held soon to work on a new mission statement for the combined committees. She said that we’ve identified a lot of things that need to be done. The land will abide. Marilyn’s mantra about the land: ‘First do no harm.’ Doug said they may need to step up their attention to their annual monitoring. Marilyn said they will need to prioritize. Marilyn suggested following a holistic approach to land management. Suzanne mentioned that the Freeses suggested that the BLM rangeland be included in any management plan.

Camille said we really need to look at a conservation plan for the area of interest, i.e., the northern San Luis Valley, of which the property is one component. It is Marilyn’s understanding that OLT doesn’t want to get into accepting CEs, but rather steer people to other organizations to hold CEs. There is no written policy as such at this time. John said that the Board has decided, at least in the short-term, to set aside holding of CEs. Mike said the Board will need to determine if it wants to renew its State certification to hold CEs. We want to facilitate the holding of CEs, but Suzanne asked, do two or three organizations need to spend the \$3,000 or whatever annual renewal fee if only one organization will hold CEs for the other organizations? Marilyn doesn’t see the need at this time for a policy concerning the holding of CEs.

(XIII.) Social Media/Facebook Primer – Matt gave a presentation on social media, concentrating on Facebook. 90% of OLT’s social media is Facebook. People can view OLT’s Facebook page without having their own Facebook account. Keno suggested that this be communicated to OLT’s visitors. Harold said that it is key to know why e-newsletters are going into spam folders and how to avoid that. Neil suggested that OLT get its spam ‘rating.’

- d. Resource Development (RDC) – Deb reported that the RDC is working on the raffle. Major prizes must be confirmed in order to include them on the raffle ticket before the ticket is sent to the State for approval. Minor prizes will go into a gift basket that will be noted on the ticket. The goal is to have tickets available for sale by May 15. Tickets will be \$10 each with volume discounts.

Some RDC members are getting somewhat burned out soliciting for auctions and raffles. RDC brainstormed other fundraising ideas like a barn dance or treasure hunt. RDC is working on the 15-month calendar and the final decision is imminent.

John recognized Deb and Keno for their work in getting donated items for OLT's auction and raffles.

Neil reported that they're seeing hibernating bats (not Brazilian free-tailed) at the Orient Mine *without* white nose syndrome.

- e. Site Planning (SPC) – Doug reported that they were to create a mission statement. They started planning 2012 priorities. They have a pretty good idea where they want to focus in 2012. They were to have their 2012 recommendations by this time; they're not quite there yet. Harold asked if the survey were extended another 30 days, would that affect the SPC? Doug said that he didn't think it would because one is not entirely dependent on the other, and the SPC is looking at 2012. The SPC is focused on the Village, not other sites. They are working on 2011 priorities at this time. Mike said that the SPC has not approached holistically. The SPC has/is creating a timeline which will become part of the holistic approach. They are a little behind on their timeline, but not much.
 - i. SPC Mission Statement (in packet) – Deb thanked Doug for the work he did on this. Doug said it was easy with the comments received. Harold moved to approve the Site Plan Committee Mission Statement as shown on p. 41 of the printed Board packet. John seconded, and the motion carried: all in favor, none opposed, no abstentions.
- f. Survey – Suzanne said this has been covered previously in the meeting. Matt said that paper copies are available in the Welcome Ctr. About 350 responses have been received. Suzanne said that the current deadline is April 30. The deadline affects decisions. Matt suggested that we could compile results as of April 30 responses and continue to monitor results to see if the results change. Harold suggested it is good will to send out another email blast. Suzanne suggested that the deadline remain April 30. Survey results stats will be presented at the July meeting. Suzanne said the survey results will be published in the next/June hard copy newsletter; results will also be posted on the website and possibly Facebook. Harold suggested breaking out one or more questions from the current survey to determine a 'satisfaction metric.' Suzanne suggested once or twice a year we send out a 5 or 10-minute survey. We could get a lot of the information from the survey with our annual renewals. Mike pointed out that survey responses from infrequent visitors are not that valuable. Don and Annie's visitor advocate work is part of this too. Deb suggested feedback cards be placed in accommodations. Annie said that survey results could be a good directive for the visitor advocates.

- XII. Guest Questions/Comments – There were none.
- XIII. Social Media/Facebook Primer – See above. This item was moved to before the RDC report.

Business

- XIV. Unfinished Business
 - a. 2011 Strategic Plan (in packet) – Dan said that this has been worked on off and on over the past 1 ½ years, but the Board has not formally approved it. John moved to formally approve the Strategic Plan DRAFT dated July 17, 2010 as shown in the printed board packet at pp. 43 to 45. Doug seconded, and the motion carried: all in favor, none opposed, no abstentions.
 - b. Memorandum of Understanding (MOU) with neighboring land trusts – Suzanne had nothing more to add about this.

- XV. New Business
 - a. Financial Management Policy (in packet) – John said we’ve been working on a financial management policy for the board to dictate financial responsibilities of various members of the board and committees. This spells out everything from our general policies to the roles and responsibilities of individuals and officers, how we budget, keep our funds, records, payroll, audits, internal financial controls, investment and management of dedicated funds, how to manage risk, and insurance. It’s a comprehensive package of how we handle our financial affairs; it’s an umbrella. It is to provide guidance on any decision making, processes to be followed, and tells us who is responsible for what, when, and at what levels. Harold moved to approve the amended Financial Management Plan as shown on pp. 47 to 55 of the printed Board packet. Doug seconded, and the motion carried: all in favor, none opposed, no abstentions.
 - b. Housekeeping relating to secretary position (in packet) – Dan
 - i. Revised job description, ii. Bylaw amendment to incorporate review, iii. confirm secretary’s compensation
John moved to approve the following three motions:
 - 1) approve the amended Secretary Job Description as shown on pp. 61 to 63 of the printed Board packet with the following changes at G.) Financial Verification: strike ‘the copies of’; in the 2nd to the last line, replace ‘Treasurer’ with ‘Office Manager,’ and replace ‘Secretary’s records’ with ‘statements received’ to bring this in line with the Investment Policy amended today.
 - 2) approve the Bylaws as amended at Section 4.6 Authority and Duties of Officers, (c) Secretary as shown on p. 64 of the printed Board packet.
 - 3) the Board Secretary’s compensation for 2011 shall remain the same as her 2010 compensation, which is \$22.50 per hour along with benefits as she may be eligible for as a part-time employee in accordance with the Employee Handbook and other policies as may be approved from time to time.
 Doug seconded the motion, and the motion carried: all in favor, none opposed, no abstentions.

c. Amend Complaint Policy (in packet) – Barb pointed out the changes that she made since the e-version of the packet based on Suzanne’s comments and that additionally she thought that “about visitors, including volunteers, Board members, and non-employee Officers” under Purpose at the bottom of p. 66 should be stricken. Discussion ensued about proper wording in this policy and how this policy may interface with the complaint procedure in the employee handbook. Suzanne suggested holding off approving this amended policy until the Employee Handbook is revised. It was decided to go forward with amending this policy knowing that it can be amended again at a later date. Mike moved to approve the amended Policy and Procedures Concerning Complaints about Staff, Visitors (including volunteers), Board Members and Officers as shown on pp. 66 to 73 of the printed Board packet as amended omitting “about visitors, including volunteers, Board members, and non-employee Officers” under Purpose at the bottom of p. 66. John seconded, and the motion carried: all in favor, none opposed, no abstentions. Doug pointed out that the complaint forms are not changed. John stated that the procedure is the same as well. This was more wordsmithing.

XVI. How did we do today? Self-examination on our governance – Marilyn said she thought we’re doing better. Keno said it was a great meeting, not boring, and that it improves every time. RDC will meet Sunday at 9 AM in the Welcome Center.

XVII. Announcements

- a. 2011 Board Meeting Schedule
 - i. July 16, 9am at Seitz Residence – Annual meeting including Meet & Greet Picnic
 - ii. October 15, 9am at Seitz Residence
- b. Member Appreciation Weekend, August 12-14, 2011

XVIII. Executive Session - The regular Board meeting adjourned at 2:25 PM, and the Board reconvened in Executive Session at 2:47 PM to discuss personnel and operations.

Submitted by:

Approved by:

_____/_____
Barbara Tidd, Secretary Date

_____/_____
Dan Jones, Chair Date