

Board Meeting Minutes-Final-Approved-20180529
Orient Land Trust Board of Directors Meeting
Everson Ranch-Ranch House
April 21, 2018

Orient Land Trust is a nonprofit land trust dedicated to the preservation of Valley View Hot Springs (VVHS) and its viewshed—including natural and biologic resources, agricultural lands, wildlife habitat, open space, and historic and geologic features of the northern San Luis Valley—for the education and enjoyment of current and future generations.

Record Attendance

Board members present: John S., Patrick C., Martin J., Geneva M., Sarah H., Aleia S., Steve S. Board member not present: Scott H.

Staff: ED Doug Bishop, Rosie R., Scott M., Mike O., Cherrye O., Brian R.

Guests: Phil B.,

Meeting Call to Order

Board Chairperson John S. called the meeting to order at 9 AM.

General Guest Questions/Comments

Guest Phil B. stood holding his guitar but could not come up with a song for the occasion. He suggested the board consider removing the benefit at the higher level of membership that allows one entry for hot springs use without having a reservation even when the capacity number has been reached. Even as a member at that level, Phil B. shared his strong feeling that the capacity number is important and we shouldn't surpass it in this way. Visitor Services Manager Rosie R. shared that we don't have that many people that are members at that level taking advantage of this benefit.

Guest Dan F shared about the importance of body acceptance in Valley View's practice of naturism.

Ranch Manager Mike O. introduced Brian R., the new garden manager at the ranch.

Board member Steve S. talked about the refurbishment of the brick bathroom on the trail to the old mine cave including the installation of a new motion sensor light. EF Bishop thanked Steve for buying the light and the solar collector to power it.

Reports & Updates

Management Reports

Questions and comments about the Executive Facilitator (Executive Director) Report

EF Bishop updated the board about the design of the new bike path from the hot springs to the ranch. Volunteer bike path designers came for a visit and flagged the potential path all the way down with green flags, about 400 flags total. The family friendly man-made trail will be 30 inches wide. Volunteers will likely help build and do most of the work to finish this project. One of the volunteers was from the SLVGo program and he asked OLT if you could mention the collaboration with OLT on this project in SLVGo materials, which EF Bishop agreed to.

Board Chair John S. asked about the berms at the meanders. EF Bishop shared that the berms have been approved as marked and on the larger issue added that OLT's water attorney is not optimistic about the idea for a reclamation well project for recapturing the water infiltrating into the ground as it makes its

way through the meanders. There will be less water this year also, because of the dry conditions, he continued. We will continue to work with our Colorado Parks and Wildlife and US Fish and Wildlife partners on this project which still has 2-3 years left on the original agreements. Our key contacts at these agencies will both be retiring this year, but we have been introduced to new folks that will be taking over and they are very motivated to see the program continue.

EF Bishop also answered questions about the second well at the ranch project. He shared that a variable speed pump with the pressure tank would be installed and that we are still working out the details and the project should be completed by the end of May.

EF Bishop shared that he has not found insurance for using the Polaris utility vehicles for tours at the ranch, but he is contacting other insurance carriers. Ranch Manager Mike O. shared that there is a ranch in Durango using utility vehicles for tours like we do and that may be a good model for what we are doing. EF bishop added that we are also looking at other insurable vehicles for tours.

Questions and comments about the Facilities Manager Report

Board members commented about the facilities manager and staff doing a good job on the installation of the water treatment chlorination and dechlorination system. EF Bishop added there are plans to re-seed what was dug up during the water system project.

Facilities Manager Mark J. shared an update that volunteers have offered to partner with OLT to design and build a more permanent greenhouse at the ranch and they'll be here on Monday to discuss the idea. This is the first step in working toward a proposal.

Board Chair John S. asked about the produce processing shed project at the ranch. Board member Sarah H. reminded the Chair that this was on the agenda for later in the meeting.

Facilities Manager Mark J. talked about the four electric carts used at the hot springs village and he thanked staff members Noah M., Scott W. and contractor/volunteer Jim M. for keeping the old yellow carts running and in good order. EF Bishop added that a guest donated a golf cart that camp hosts are using and pointed out that this cart is not as robust as the staff carts.

Facilities Manager Mark J. reminded everyone that putting small amounts of water on the rocks in the sauna is okay but water should not be put on the electric elements, which are time consuming and costly to replace.

Questions and comments about the Visitor Services Manager Report

Visitor Services Manager Rosie R. shared an update on several topics including, hiring new front desk for the season and that Stephanie will be returning for the summer as well. She shared that new phones have been put in place to take advantage of two new phone lines we recently added which gives us a total of four lines for the office. The volunteer program is going well. She received a county grant again this year for the Kid's Science Camp and already has 30 kids signed up to attend the camp and others on the waitlist. Work is proceeding with the help of front desk staff Tina going over the new database.

VSM Rosie R. shared that they are compiling and revising a training manual for the system as well as evaluating functionality and noting necessary bugs and fixes. EF Bishop shared that we are working on a monthly support agreement with the new database developers and complemented Rosie on the good job she is doing compiling the user's guide.

In closing, VSM Rosie R. shared that frequent guest and volunteer Daniel F. will be leading bird photography workshops at OLT in May. She also shared that astronomy host volunteer Marc C. will be here this evening and that training for the new telescope is going well, though we've had a volunteer that was able to use the big telescope move away earlier this year.

Questions and comments about the Ranch Manager Report

Board member Geneva M. thanked Ranch Manager (RM) Mike O. for including the egg count in his report. RM Mike O. added that if all the eggs produced at the ranch were sold it would pay for all the animal feed at the ranch. Board member Aleia S. asked if all the eggs are sold. RM Mike O. answered that in the slower winter months, not all the eggs are sold. For the report he estimated three dozen eggs per day and he suggested that we get our own cartons-instead of recycled ones-encourage guests to buy some eggs on their way out. Board member Sarah H. suggested that we could get donated egg cartons.

In answer to questions from Aleia S., RM Mike O. answered that the newborn goats will be used for their meat and perhaps for weeding the fields.

VSM Rosie R. shared that guests are very complimentary to RM Mike O. and Cherrye O. and now also garden manager Brian and Dru about visiting the ranch and taking tours at the ranch.

Questions and comments about Cherrye's Report

In answer to questions from board member Aleia S., Cherrye O. shared that front desk staff member Crystal is working at the ranch as a paid employee one day a week. Board member Aleia S. commented that is a good use of an interested and enthusiastic person. Cherrye O. added that there will be honey production later in the year from the bees at the ranch.

Questions and comments about IT Report

Answering questions from Board Chair John S. and other board members, Doug Bates gave a detailed report on the state of the new database project sharing that we are focused on re-engaging our vendor for the project through a service or development agreement. There are many steps still to go to be able to launch the new software this December and we are still clarifying everything that needs to be done. The system is working on Bate's computer, but is not on OLT servers yet. Bates shared that he is not happy with the vendor migration plan which left out history details that he feels are important. This lead to further discussion and clarification about the need to migrate household balances note history and more. Bates shared how important privacy and security is for the new system in answer to a guest comment. EF Bishop shared how important it is to have Doug Bates addressing these gaps in migration and security.

Questions and comments about Board Chair Report

There were no additional comments or questions about this report.

Questions and comments about Board Treasurer Report

Board Treasurer Patrick C. handed out a copy of his report which was not ready until the meeting date and so did not make it into the board meeting packet. The report was positive on OLT's financial position overall. We are ahead of the budget first quarter and even though the budget was conservative on income projections, the budget is realistic.

This report lead to a broader discussion about growth pressures for OLT visitorship. EF Bishop pointed out that more members could mean higher levels of membership will be required for the increased reservation benefits. Board Chair John S. asked how we can encourage the community aspects of OLT and communicate the positive aspects of that given that we are seeing lots of new faces. He acknowledged that that membership is a good influence on these aspects to an extent. VSM Rosie R. cautioned that we shouldn't frame this as a conflict between old and new visitors. She pointed out that many new younger visitors are enthusiastic about being involved and contribute to the positive culture. Board member Sarah H. pointed out that these pressures of growth are being felt all over Colorado and we should acknowledge some of the stress we are experiencing about this is common to many areas in the state.

Break

Board Chair John S. called for a 10 minute break at 10:30 am and resumed the meeting at 10:40 am.

Questions and comments about the Conservation Committee Report

Board member and Conservation Committee Chair Geneva M. shared that Sarah H. or another committee member will help coordinate the trash pick-up event on road GG during the member appreciation event in June. Also volunteers are needed for the weed pull events coming up.

Since she will be retiring from the board in July, Geneva M. shared that the board will need to appoint a new board member to head the Conservation Committee, or reconsider the requirement that the committee chair must be a board member. Also, she pointed out that the committee has too many board members on it, since one committee member became a board member last year. There was discussion about this and committee member and board member Aleia S. offered to step down from the Conservation Committee. There was also discussion about the importance of committee chairs being accountable to the board and how important it is to recruit committee members for all the committees.

Questions and comments about the External Affairs Committee Report

Board member and External Affairs Committee Chair Aleia S. asked for clarity about what committee information to include in the packet. She doesn't feel like the minutes of the meeting need to be included and that a summary report of any committee activity should be sufficient for the packet. This

understanding received support in subsequent board member comments, though no official board decision was made about this.

Questions and comments about the Internal Affairs Committee Report

Board member and Internal Affairs Committee Chair Martin J. shared that the committee is working on a proposal to revise the allocations to the board designated funds.

Questions and comments about the Governance Committee

Board member and Governance Committee Co-Chair Martin J. shared that the committee did meet and recommends that the board appoint Jim Manly as the non-board member co-chair of the Governance Committee.

Old Business

Additional Scope to Parking area project

EF Bishop explained that there will be additional costs associated with the new parking area project that include putting in culverts and moving telephone cables. The packet contained new project proposals and estimates that break down construction of the project into two phases. Phase one is \$9100 for the culverts and re-running the phone cables. Phase two is \$8300 for the construction of the actual new parking area. The total of \$17,400 for the project includes a 20% contingency. The board previously approved \$4000 to complete the project.

IT Manager Doug Bates shared that as long as we are digging trenches to move the phone cables, we should explore how much it would cost to lay fiber optics for high speed wired internet to the OLT office. This would greatly increase the internet speeds, but more importantly the reliability of internet service which is important since we are moving to an internet database. Also this opens up the possibility of voice over IP for better phone capabilities. Board members expressed support for getting more information about what it will cost to get fiber optics and power and EF Bishop will follow up on this. Board Chair John S. suggested the board approve the proposed phases first and then approve the costs of adding fiber optics at a later time.

MOTION

Board member Aleia S. made a motion to approve \$17,400 for the two phases of the parking lot project as proposed, with funding coming from the Capital Savings board designated fund. Since the board previously approved \$4000 for the project, \$13,400 in new funding is necessary. Board member Patrick C. seconded the motion and further discussion to place.

In answer to questions from board member Aleia S., EF Bishop shared that the parking area would be 100' by 100' initially with room to expand if needed. He reiterated that the goal of the new parking area was to lessen the congestion of vehicles in the hot springs village. The new parking area will have two entry/exit points. EF Bishop said that it may take time for the new parking area to be fully utilized, but staff would think about incentives for use and the success of less cars in the village is a very worthwhile goal.

Board member Sarah H. cautioned that this is a significant increase in the projects costs that may impact other project decisions. She mentioned that the project was recommended by the Site Plan Committee

and though she never expected to advocate for building a new parking area she agrees with the need for the project to enhance the visitor experience. The Site Plan Committee did get feedback from guests and staff and presented list of pros and cons to some extent at the board meeting last July. Board member Patrick C. asked that the board prioritize how important the parking lot project is in light of the big picture of other project expenditures. EF Bishop said another way to look at it is that this project is around 10% of the total Capital Savings Fund. RM Mike O. spoke up that it would be nice to have better parking options and get cars away from the side of the road for easier access for trucks, trailers and RVs. Guest David M. pointed out that the building envelope is limited and using the space for a parking area means it can't be used for something else.

Board Chair John S. called for a vote and the motion passed unanimously by all board members present at the meeting.

New Bike trail construction and design

EF Bishop had already shared an update on this project in his report to the board earlier in the meeting.

Creation of new Board Designated Education Fund and Initial Allocation

The Internal Affairs Committee (IAC) recommended establishing this fund and at past board meetings there was support for the idea. The IAC further recommended to make an initial allocation of \$10,000 to the fund from the operating checking account.

MOTION

Board member Geneva, M. made a motion to approve creating the new Education Program board designated fund and make an initial allocation of \$10,000 transferred into the fund from OLT's main checking account. Board member Martin J. seconded the motion.

There was further discussion about what the fund could be used for- Education program expenses like kids science camp, other student events and collaborations and even scholarships. This point was clarified that currently OLT does not have savings for Education program expenses. This fund would provide a way to save for program expenditures and also provides that the fund will not be completely spent in any year so it can continue to grow. This is a transfer into board designated savings from the main checking account, not an expenditure from this account.

Board Chair John S. called for a vote and the motion passed unanimously.

Process for reviewing/evaluating Board Assistant role

This is an ongoing discussion and the board will work on an evaluation format.

New Business

Board fundraising recommendations for External Committee

With just a little bit of time before the lunch break, Board Chair John S. postponed further discussion on old business that would taking longer and initiated discussion on fundraising guidance to the External Affairs Committee (EAC) and staff.

Board member and EAC Chair Aleia S. asked for guidance from the board about special fundraising campaigns for projects. Currently, the silent auction at Member Appreciation Weekend is the only special fundraiser scheduled. Last year's fundraiser for the new telescope is seen by some as a good model to fund other projects, including projects at the ranch. Board member Geneva M. expressed that she likes to give to clearly defined projects. EF Bishop expressed concern that since we are already asking members to donate to land conservation, including ranch projects, are we wearing out our donors by asking them to give again toward projects when they are already supporting land conservation with their membership donations? Board member Sarah H. reminded the board of their recent decision to scale back extra fundraising.

Lunch Break

Board Chair John S. called for a one hour lunch break at 12:15 pm and resumed the meeting at 1:16 pm.

New Business cont.

Board fundraising recommendations for External Committee continued

After the lunch break discussion continued on this topic. Board Chair John S. asked if ranch projects were the right area for special fundraising. EF Bishop asked if we were in danger of asking for donations too often and board member Patrick C. shared this concern. Board member Geneva M. spoke in favor of having occasional project based fundraising that is limited by timespan and project size. Staff members Rosie R. and Scott M. shared that special fundraising projects are extra work for limited staff that already has more than enough to do and is working overtime because of other projects. Discussion on the topic ended with the External Affairs Committee being tasked to come up with guidelines around this for the next board meeting.

Old Business cont.

Continued discussion of Ranch Shed

Board Chair John S. made the suggestion to consider the ranch garden processing shed project separate from any special fundraising campaigns. Board member Patrick C. shared his concern about other expenses, especially the unknown costs of finishing the database, that should be considered before approving this project. Ranch Manager Mike O. offered that the project could be done in phases. If we put the foundation in this year we would also have a root cellar for cold storage in addition to produce processing space and classroom space later. It would cost \$10,000 for the foundation.

MOTION

Board member Martin J. made a motion to approve \$10,000 from the Capital Savings Board Designated Fund for the first phase construction of the produce processing shed foundation. Aleia S. seconded the motion. In further discussion, board member Aleia S. commented that taking this in phases makes sense, ideas will have a chance to jell more. Bishop commented that we can orient the structure to take advantage of solar panels. Board Chair John S. called for a vote and the motion passed with six board members present voting in favor and one board member present, Patrick C., voting no.

Camping at the Everson Ranch this season

At the January work session it was suggested that we have a way for guests to camp at the ranch. Staff had already been considering the idea of overflow camping there. EF Bishop commented that staff would like to try camping at the ranch.

MOTION

Board Chair John S. asked for a motion on the topic. Board member Steve S. made a motion to approve camping at the ranch on a trial basis in 2018 under the guidelines and processes overseen and approved by EF Bishop. Martin J. seconded the motion. In discussion it was brought up that this would be on a trial basis this year so we can evaluate the procedures and consequences, both intended and unintended, at the end of the busy season and make a informed decision for next year. Board Chair John S. called for a vote and the motion passed unanimously.

Email voting policy revision

Board member Geneva M. asked why change the policy. EF Bishop answered that there are things that need a timely decision between regular board meetings that don't meet the threshold of "great importance" wording used in the current policy. The board only meets quarterly and sometimes decisions cannot wait until the next meeting. Board Chair John S. cautioned that email voting should not be common place and should be used only when absolutely necessary. Board member Geneva M. commented that voting in a public meeting in person is more transparent. She suggested a phone meeting would be the next best choice and email voting being the last resort. EF Bishop reiterated that he would like the ability to have email voting without the condition of "only matters of great importance. Board Chair John S. summarized the comments by board members and suggested that we leave the wording in place unless there is a compelling reason to change it. No decision was made to revise the policy, so it remains in place as it is.

Discussion about Board Officers

Board Chair John S. brought up that the Vice Chair position is currently open and in July other officer positions will need to be finalized as well. There was discussion about which continuing board members would like to consider taking an officer position. Board member Geneva M. suggested that Martin J. and Sarah H. seem like good candidates for the Vice Chair position-which is preparation to serve as board president at some point. Martin J. shared that he has thought about serving as Vice Chair and he is interested in being considered for this role. If Martin J. becomes Vice Chair he shared that he would be giving up the Secretary officer position.

Policy Review

There was continued discussion about how to recruit good board members that represent the diversity of the membership and visitorship and that can contribute useful skills to the work of the board. Board member and Governance Committee co-chair Martin J. commented that OLT's pool of other volunteers could provide good board candidates. EF Bishop advocated the prospective board members serve on a committee first. Guest Barb T. suggested that some people that would be good board members need to be asked to consider serving. EF Bishop and board members agree that staff, especially the Executive

Director should not be involved in vetting and recommending board members and Visitor Services Manager Rosie R. shared that she is unsure how to navigate the fine line of staff involvement in the process. Martin J. shared that staff has contact with lots of people and can refer candidates to the governance committee without stepping over the line of undue influence. Also the Governance Committee can definitely check with her about the volunteer and guest history of prospective board candidates.

Ranch Plan Update

Board member and Conservation Committee Chair Geneva M. shared that the committee needs more direction to help inform the ranch plan update. There has been a broad ranging discussion with many opinions and ideas and the committee is still working on how to turn that into the next phase of the ranch plan. EF Bishop shared that he has created a shared document compiling the pros and cons of various ideas that have been discussed. And Geneva M. shared that this will be resent to the Conservation Committee. Ranch Manager Mike O. shared inspiration for pursuing more food production at the ranch. He and other staff attended a conference about effective strategies for small ranchers and farmers. They watched a movie called Farmers for America and he would like to get a copy of the movie for OLT board, staff and guests to see. New garden manager Brian R. commented that this season at the ranch will be a time to develop the proof of concept for garden food production at the ranch. What can we do well, demonstrating value and serving needs. Conservation Committee volunteer Dan F. reminded the board that there was consensus a couple of years ago to develop the hay fields and sell ranch products. We are on track with that but we still need to see if this is effective. The conservation Committee will work with staff to come up with the next phase revision of the ranch plan by the next meeting.

Strategic Plan Revision

There was no update or discussion on this topic.

Employee Handbook Revision Approval

The Internal Affairs Committee (IAC) recommends that the board approve the revised employee handbook. Staff member Scott M. worked with human services professionals and employment attorneys with the Employer's Council to revise the handbook and the IAC was involved in the process as well.

MOTION

Board member Geneva M. made a motion to approve the revised Employee handbook as presented in the board meeting packet for this meeting. Martin J. seconded the motion.

In answer to questions Scott M. shared that the wording of the Paid Time Off (PTO) is the biggest change. Instead of phrasing this as forfeiting hours that are not used, we are wording it as a cap on how many hours can be earned. Board Chair John S. called for a vote and the motion passed unanimously.

Approve new Governance Committee co-chair

Part of the work in the Governance Committee is board recruitment and new board member recommendations and continued training and mentoring. The OLT board previously set up guidelines that the co-chair of the Governance Committee, overseeing board recruitment/recommendations should be an objective person that is not a board member. Volunteer Don G. has done a great job in this

position and is stepping down. The Governance Committee recommends that Jim Manley fill the non-board member co-chair position of the committee and lead the board recruitment tasks of the committee.

MOTION

Board member Martin J. made a motion to approve Jim Manly as co-chair of the Governance Committee leading the board recruitment tasks of the committee. Patrick C. seconded the motion. Martin J. shared that Jim M. was unable to be at this meeting but that he would be at the July meeting. After minimal discussion Board Chair John S. called for a vote and the motion passed unanimously.

Update committee charters and membership

There was minimal ongoing discussion on this topic and no decisions were made.

Break

Board Chair John S. called for a ten minute break at 2:42 pm and resumed the meeting at 2:52 pm.

Financial Reports

There was some discussion and questions about the financials. Board Treasurer Patrick C. asked for clarification on the "Reconciliation for Database HH" account. Bookkeeper Scott M. stated that this account is used to reconcile the amount of the deferred payments amounts owed in household accounts. OLT's audit accountants established this account for this purpose and that he would get more information on this.

Adjourn Regular Meeting

Board Chair John S. adjourned the regular meeting of the board at 3:30 PM.

Submitted by:

Approved by:


Steve Saban, Secretary

10/20/2018
Date


John Standish, Chair

10/20/18
Date