**Master Gardener Foundation of Spokane County**

**Board Meeting**

**February 13, 2017**

**Corrected**

**President:** Tim Stiess

**Vice President:** Laren Sunde

**Treasurer:** Pam Graham

**Secretary:** Cathi Lamoreux

**Present:**

Connie Curtin, Pam Graham, Cathi Lamoreux, Sue Malm, Susan Purdom, Linda Racicot, Tim Stiess, Laren Sunde, Matt Velasco

**Excused:**

Jill Ferguson

**Program Staff:**

Jeremy Cowan, Tim Kohlhauff

The meeting was called to order at 10:02 AM. Tim Stiess announced that this is the first meeting of the year due to the cancellation of the January meeting due to weather.

**New members:** Connie Curtin and Susan Purdom, were welcomed to the Board and given their Board handbooks. Matt Velasco was also given a Board handbook, as he did not receive one when appointed to the Board in 2016.

**Conflict of Interest Form:** All Board members present at the meeting signed the 2017 Conflict of Interest Form.

**Minutes** from the November 14, 2016 meeting were approved as corrected:

* Several typos were corrected
* Old Business/Election: add names of people elected to the Board (Connie Curtin, Susan Purdom)
Program Finances: Two changes:
1) Remove the word “not” in the sentence, “Tim S said that items that are ~~not~~ In-kind donations to the Program.
2) Change “progress” to “process” in the sentence, “The budget is in ~~progress~~ *process*.”
* Membership: Under Option 2: Change “discount cards to all MGs” to, *“discount cards will be given to all Master Gardeners who are not Foundation members.”*

**Treasurer’s Report**

Pam presented a Profit & Loss Statement for January 1-December 31, 2016.

Discussion:

1) Question re discrepancy in Garden Fair income amount as it differs from a prior Garden Fair statement. Tim Stiess will review and report back at the next meeting.

2) Question was raised about the amount earned in the raffle sales at the 2016 Fall Banquet. Tim Stiess will consult with the Fall Banquet committee and report back at the next meeting.

3) Question was raised about which income items fall under the Direct Public Support (43400). Response was that all speakers’ honoraria will now be going directly to the Program.

Any further questions should be directed to Tim Stiess first and he will consult with the Treasurer.

**New Business:**

1) Committee Assignments: Tim discussed each committee’s responsibilities. Current and new committee members were determined and all committee members as of this meeting are listed.

Fundraising:

Current members: Jill Ferguson (lead), Tim Stiess, Susan Purdom

Responsibilities: oversees all fundraising activities, bring fundraising issues to the Board, pursue new and ongoing fundraising opportunities.

Program Liaison:

Current members: (lead) Laren Sunde, Sue Malm, Cathi Lamoreux, Susan Purdom, Julie McElroy (non Board member)

Responsibilities: meet with Program representatives as needed, attend Advisory Board meetings, provide communication link between the Foundation and the Program, oversee money requests from the Program to the Foundation

Communication:

Current members: (lead) Cathi Lamoreux, Pam Graham, Linda Racicot

Responsibilities: liaison with Marketing Committee, coordinate all communication with outside entities and internal partners for events and other activities, assist with communication activities completed on behalf of the Foundation requiring approval by the Board in order to represent the Foundation

Membership:

Current members: Matt Velasco (lead), Linda Racicot, Tim Stiess, Connie Curtin

Responsibilities: determine membership criteria, manage membership relations and recruitment

Finance:

Current members: Connie Curtin (lead), Laren Sunde

Responsibilities: oversight of Treasurer and budgetary issues

Policy/Bylaws:

Current members: Sue Malm (lead), Matt Velasco, Pam Graham

Responsibilities: review bylaws yearly and bring changes/amendments/additions to the Board

Discussion:

1) does the Fundraising Committee have a yearly plan?

2) the Board would prefer to have at least three members on each committee, with at least two members be Board members.

3) Board committee members should, if at all possible, have staggered Board terms so that there is continuity on the committees.

4) question re: should anyone with check writing authorization be on the Finance Committee? Following discussion, it was decided that being an authorized check writer for the Foundation would not preclude a person from sitting on that committee.

5) each committee needs to have a designated lead.

2) Fall Banquet 2017 Budget Approval

MOTION: moved/seconded (Susan/Matt) to accept 2/10/17-revised budget as written.

DISCUSSION: There is a discrepancy between the P&L and Banquet accounting for 2016 on the amount generated by the Silent Auction and the Raffle Ticket sales amount needs to be verified.

VOTE: passed unanimously

3) Annual Reports

Communication Committee: Cathi Lamoreux gave the 2016 annual report. A copy of the report will be emailed to Board members and placed on the One Drive. Highlights of the report included: all fundraising activities (Cabin Fever, Garden Fair & Plant Sale, Fall Banquet) increased attendance and revenue; expanded outreach to MG program offices in WA, OR, ID and MT; introduced new promotion to encourage MG attendees to bring family/friends to events; Marketing committee developed new Foundation logo and established a general contact email address at the request of the Board; and, Marketing committee developed a yearly planning manual.

The Marketing Committee requests that the Board discuss plans to establish better communication to/from the Board to various committees including, providing specific details about how to get items placed on the Board meeting agenda. And, the Marketing Committee recommends that the Board post meeting minutes on the website with privacy protection.

Budget presented for Marketing Committee 2017 Non-event Expenses:

MOTION: moved/seconded (Laren/Connie) to accept budget as written.

DISCUSSION: Where will these expenses be found in the Foundation budget? Response: under 75000 (operational/administration). A new marketing committee line item for non-event expenses will be added.

VOTE: passed unanimously

Policy/Bylaws Committee:

The annual report will be deferred to the March meeting. One bylaws revision was presented at this meeting.

- Article III, 3.2 Membership Classifications: Member classification shall be as follows: Individual, Associate, Business or Corporate, ~~Lifetime and~~ Honorary.

3.2.1 Individual members shall consist of Master Gardener trainees, interns, certified Master Gardeners, and Master Gardeners emeriti… (changes in RED)

MOTION: moved/seconded (Pam/Laren) to accept recommended changes

DISCUSSION: Question re how do we designate Business or Corporate members as there is nothing in bylaws re amount of membership dues. Response: amount of dues is procedural and does not belong in the bylaws. Question re using the word “lifetime” vs “honorary”. Response: the bylaws define “honorary” but not “lifetime”

VOTE: passed unanimously

Committee Reports

1) Communication Committee reported that as of 2/10 there were 85 registrants for Cabin Fever. **Correction obtained after meeting: as of 2/10 there were 80 registrants.**

2) There are 99 Foundation members to date.

Other business:

1) Tim Kohlhauff reported that the storage spaces we currently use in the Extension building need to be cleaned out by 3/15/17 as the building needs the space for other uses. Tim S and Matt will investigate the contents of that space after the meeting and begin to make plans for moving the contents.

2) Jeremy reported that the Program budget will have Anna moved completely off as of the beginning of the next pay cycle. He also reported that his plan to move the income from the permaculture course to the Program will not work due to WSU budgeting guidelines, but he will be able to place the income into a separate account so that he can use the money to support Program needs.

**Next Meeting:**

Monday, March 13, 2017, 10 AM

**Adjourn:**

Moved/seconded (Sue, Matt) to adjourn at noon.

Passed unanimously.

Respectfully submitted,

Cathi Lamoreux

Secretary