

**Lost Pines Master Naturalist Board Meeting Minutes
April 9, 2015**

President Julia Akin called the January Board meeting to order at 5:10 p.m. at the Bluebonnet Electric Cooperative in Bastrop. Board members in attendance were: Julia Akin, Mike Barrett, Carroll Moore, Joan Estes, Audrey Ambrose, Beth Moore, Jim Estes, Rick Johnson, Marsha Elrod, Michal Hubbard, and Frank May. Two LPMN students were also in attendance; Paula Weisskopf and Bruce Siebert.

The first order of business was for approval of the January 8th and March 5th Board Meeting Minutes. Julia asked if there were any additions or corrections to the January 9th Meeting Minutes. Mike Barrett requested a correction be made regarding the meeting that Frank May and Dave Hill attended. The meeting was with the Bastrop County Water Control & Improvement District #2, not the Pines & Prairies Land Trust. Julia also asked that a sentence be removed regarding a meeting to be attended with Judge Pape; the meeting was a week earlier and more information will be forthcoming. Carroll Moore made a motion to approve the corrected minutes and the motion was seconded by Rick Johnson. All members voted in favor of the motion and the January Board Meeting Minutes stand as amended.

Julia next asked if there were any additions or corrections in the March 5th Minutes. There were no additions or corrections to the Minutes. Carroll Moore made a motion to accept the March Meeting Minutes as presented and the motion was seconded by Audrey Ambrose. All members voted in favor of the motion and the March Board Meeting Minutes stand as approved.

Next on the agenda was Old Business. Julia Akin informed the Board that she submitted the paper work to the Texas Secretary of State for Chapter incorporation on Wednesday April 8th. When approved we will receive a Certificate of Formation Texas Master Naturalist, Lost Pines, Inc. The process for Chapter Incorporation was also reviewed and approved by Rachael Bauer.

Next on the agenda was New Business. The first order of business was to review the 2015 Master Naturalist Bylaws. Julia Akin facilitated the review of the eleven Articles in the Bylaws reinforcing State Master Naturalist requirements that the only Article in the Bylaws that Chapters can revise is Article V section G, Term of Office and inclusion of a Conflict of Interest policy for 501 (C) (3) chapters. All other Bylaws Articles must be approved exactly as they appear in the Master Naturalist template.

ARTICLE I - Chapter Relation to State Program/Operation.

Primary changes in the article were in section D and F. Section D thoroughly defined the TMN State Coordinator Role for the State with oversight authority to audit all Chapters for compliance to State Documents and authority to exercise appropriate remedial action.

Section F, Bylaws Compliance. The Article clearly requires using only the language specified in the State Bylaws Template with only two Chapter options for revision concerning Terms of Office and the Addendum 501 (C) (3).

ARTICLE II - Chapter sponsors, Partners and Donors

There were no significant changes in Article II.

ARTICLE III – Purpose

There were no significant revisions in Article III.

ARTICLE IV – Membership

The Board had a lengthy discussion of Article IV with changes in five of the six sections A. through F.

Section A Membership Requirements clarified Minimum Statewide Requirements, Non-discriminatory Membership and Voting Membership. Voting membership shall be extended to all Member categories.

Section B Member Categories had changes in all four Categories:

1. Member -In- Training is a training class member
2. Texas Master Naturalist Pledge has completed training but needs to complete initial certification requirements
3. Certified Master Naturalist Volunteer completed the course and certification requirements
4. Master Naturalist Member previously certified but has not certified in the current year.

Section C Voting Membership clarifies the privileges of voting to all member categories.

Section D Honorary Membership had changes related to the process for nomination and approval at the Chapter annual meeting.

ARTICLE V - Officers and Other Board Members

Section A clarified the election of officers to occur at the last General Membership Meeting of the calendar year.

Section E had numerous changes in the Election process a. through f. providing clarification of the process including Nomination, State Coordination, Nominations from the Floor, Election, Single Candidate, and Assumption of Office.

Section F Appointment of Board Members primarily addressed the New Class Director Appointment (this position has been renamed). The candidate shall be recommended to the sitting Board for confirmation following the last training session of the year. Board members discussed this requirement with reservation because they felt this was too late in the year for the new Class Director to assume responsibilities. A possible means of providing the optimum time for the new Class Director would be an informal /trial period followed up with the formal announcement to the sitting Board as identified in the Bylaws.

Section F Terms and Limits of Board Members. This section generated discussion of the pros and cons of one or two year terms of LPMN office. A major concern for the two year terms was the perception that the difficulty in getting members to run for office would be increased due to the two year terms. However, the positive aspect of the two year terms was the improved knowledge and expertise of the Board members because of the additional year on the Board. Michal Hubbard made a motion to adopt the two year terms of office and the motion was seconded by Marsh Elrod. Julia Akin asked the Board for a vote on the two year terms of office. The vote for two year terms of office was approved by the majority of the Board members by a show of hands and the motion carried.

ARTICLE VI Board of Directors and Executive Committee
No significant changes in ARTICLE VI.

ARTICLE VII - Meetings
No significant changes in ARTICLE VII.

ARTICLE VIII – Compliance, Code of Ethics, Standards of Conduct
No significant changes in ARTICLE VIII.

ARTICLE IX - Financial Controls
Section B Signature Authority increased the amount of checks requiring 2 signatures (Treasurer and President or the Treasurer and 1 other officer approved by the Board) to \$1,000.

Section C Financial Examination included additional requirements for examination of Chapter financial records. The results of the financial examination shall be presented to the membership at the first general membership meeting of the new calendar year.

ARTICLE X - Adoption and Amendment of Bylaws
Section A State Bylaws Template clarified the application of the template to all Chapters with specific identification of the only ARTICLES that can be amended.

ARTICLE XI – Dissolution
Section A 3 Merger with another chapter was added to the ARTICLE but there were no issues with the addition.
Section B Distribution of Remaining Assets added to Dissolution.

Addendum for 501 (c) (3) Chapters
This addendum (Conflict of Interest Policy) is pertinent to our Chapter with tax exempt status

Julia Akin requested a motion to approve the revised LPMN Bylaws. Beth Moore made a motion to approve the LPMN Bylaws as amended and the motion was seconded by Audrey Ambrose. All members voted in favor of the motion and the motion carried.

The next order of business was the Liability Release form for teenage volunteers. A request was made by LPMN Member-In-Training Chrissy Wise to allow her son to attend and assist with the volunteer projects that she is involved with. A number of concerns were discussed by the members:

- Would this create legal problems for the Chapter in the event of injury?
- A mother may sign the form for the child, but in legal terms, in the event of injury, the child has legal rights on their own.
- Would this be a potential liability for the Board Members?

The Board decided that the form would need to be filled out by the parents, the form would cover the specific project that the child was working on and would not need to be filled out for each volunteer time for that specific project. A form would need to be filled out for other

projects. The parents must be on site with the child on all the projects. Audrey Ambrose made a motion to approve the Agreement of Release and Indemnity form as presented and Rick Johnson seconded the motion. All members voted in favor of the motion and the motion carried.

Julia Akin informed Board Members that the TPWD has general coverage for TMN members. TMN excess liability coverage is available for TMNs working within the scope of their duties and project description. Every TMN member is automatically enrolled in the plan. Julia Akin said she would contact Michelle Haggerty for a copy of the State Policy for review.

The next order of business was the Lost Pines Nature Trail update by Frank May. Frank reported the KBCB River Rally will be on Sunday July 26th. It is a huge event for Bastrop with numerous sponsors, live music, brush cleanup projects, and trash pickup. Our Chapter will need to provide some activities for the event, including activities for children 12 and under who are will not be able to participate in the kayaking events. Frank's LPNT chapter volunteers will prepare the park's trails for the event as well.

Frank May said plans were being discussed to provide kayaks for the river activities. Frank and Dave Hill are making plans to build a barge to support the kayak river cleanup, to take full trash bags from the kayaks and allow them to continue up the river for cleanup. He said that the kayak takeout site repair at LPNT was completed by Commissioner Snowden's crew this week.

Another issue he reported was the donation made by PPLT to the Chapter of tools and equipment for trail maintenance. In addition, PPLT donated \$1000 to the Chapter for use in maintaining the equipment. The tools donated were not well maintained and are in need of repair. Nick Nichols was able to repair two of the chain saws, but 2 of the string mowers are not repairable. Julia Akin reported that she submitted a request to KBCB for \$1,300 to purchase two string mowers and 2 permanent BBQ pits to be installed at LPNT.

Frank May reported decreasing support by the Friends of the Lost Pines Nature Trail. When the group was started in July, 2014, there were 40 participants, but recently only 10 people attended a "Friends" meeting. He said that it would be important for our Chapter to sustain our enthusiasm and support for the Lost Pines Nature Trails. The hope is that with Judge Pape's support, Bastrop County will eventually take ownership of the park, but it will take the County at least 2 years to be in a position to do that.

After a short group discussion related to our Chapter needs for the project Frank May was asked to put together a list of the key activities required for maintenance and support for the project. At present the Chapter is providing 20-25 hours per week with four or five members working together. The Bridge Maniacs are now providing LPNT support on a rotational basis with the other three Parks. Another suggestion was to develop a Power Point presentation on the projects and present to the Training Class and members to encourage participation.

The next item for discussion was the April 25th Cookout planned at LPNT. Julia expressed concern that there were multiple weekend events already scheduled for April and May, including our annual picnic on May 23, and suggested that the April 25 cookout be rescheduled for later in the summer. The Board concurred with her recommendation. However, Bruce Siebert asked the

Board to reconsider the cancellation of the cookout. Paula Weisskopf also voiced her request for the event not to be cancelled because she and other students were looking forward to being introduced to the park, which was the purpose of the event. The Board agreed to not cancel the April 25th cookout. The chapter has agreed to buy the meat and buns for the picnic and the members will provide the sides and beverages. Beth Moore said that tables and grills for cooking will be needed.

The next order of business was the role of the LPMN State Representative. Marsha Elrod provided the Board with a copy of the letter she sent to Michelle Haggerty regarding her concern for the lack of meaning and responsibility for the position. Michelle responded to Marsha in a letter that reinforced the position of the State Representative encouraging her to explore additional responsibility for the role and to keep her informed of her progress. Julia Akin suggested to Marsha Elrod that they get together and discuss the role of the State Representation for our Chapter.

The next order of business was the report from Treasurer Carroll Moore. He stated that as he gets more into Chapter finances the books are continuing to evolve. We were \$539 in the black this month thanks to the \$1,000 received from PPLT. To date we have 52 paid members plus the training class. Last year at this time we had 90 paid members. Dues are payable at the end of January. He also reported that he has submitted the IRS form 990 as required for the year.

The agenda item regarding the establishment of a Finance Committee was the next order of business. A Finance Committee was formed with the following members:

Carroll Moore
Larry Gfeller
Bruce Seifert

The first meeting was reported as informal with the Committee in the process of setting up policy/guidelines for the Committee. One of the responsibilities identified was as a clearing house for financial expenses and revenues (activities). The role of the Finance Committee is in the Chapter Operating Handbook. Paula Weisskopf asked if she could research the availability of grants for the Chapter. Julia Akin agreed that this was a good idea and Paula will report back her findings. Joan Estes offered her assistance at the Finance Committee Meeting to support the Committee with taking minutes for the purpose of reporting to the Board Committee actions.

Carroll reported that he has developed a draft budget which the Committee will review. He also indicated that due to the clarification of financial reporting for Chapters the audit process will begin earlier than usual, potentially as early as September or October. A motion was made by Frank May to approve the formation of a Finance Committee and the motion was seconded by Bruce Seifert. Julia asked the members for a vote on the motion and all members voted in favor of the motion. The motion carried.

A request was made by Carroll Moore to purchase a Square, a device that allows the Chapter to accept credit card payments. The use of the Square is accompanied by a 2.75 % fee on all transactions. The same service is provided by PayPal as well with a fee of 1.75 %. Julia Akin suggested that the use of the Square be limited to use at Silent Auctions. The convenience of the device and the amount of transactions will more than cover the incurred costs. Michal Hubbard

indicated that she had received information that discouraged the use of this device due to the accompanying costs. After additional discussion Frank May made a motion to approve the use of the Square for the Chapter and Audrey Ambrose seconded the motion. Julia Akin asked for a member vote on the motion and all members approve the motion. The motion carried.

In other finance business, Audrey Ambrose presented a detailed report items purchased for sale to members and as gifts to speakers. It has been a problem in the past in tracking the use of the items that have been given to speakers and items sold at meetings. Audrey asked members to provide additional information items given as gifts, if available.

The next item of Business was regarding Continuing Professional Education (CPE) credit for teachers that complete the TMN Training Program. A brief discussion ensued related to the potential award of double credit for the training, however, it was determined that the CPE is for an unrelated professional organization. This could potentially encourage teachers to attend LPMN training become active chapter members.

In other business, Julia Akin reported a request from Ana McDonald for assistance in providing a speaker for the Master Gardeners Program next Tuesday. If anyone has any ideas please let Julia know. There is current discussion between our chapter and the new Bastrop/Caldwell Co. Master Gardner program to allow chapter members to attend each other's training classes, limiting attendance to 2 people per class.

There was no additional business. Rick Johnson made a motion to adjourn and Audrey Ambrose seconded the motion. All members voted in favor of the motion and the motion carried. The meeting was adjourned at 8:55 p.m.

Respectfully submitted,
Joan Estes, Secretary