

MINUTES (in Review)

NCBGF SPRING BOARD MEETING



Name:	North Carolina Botanical Garden Foundation
Date:	Friday, May 19, 2023
Time:	10:00 AM to 12:00 PM (EDT)
Location:	Default Location, 100 Old Mason Farm Road, Chapel Hill, NC, USA
Board Members:	Anne Harris (Chair), April Johnson, Carol Tresolini, Catharine Burns, Chris Bogan, Damon Waitt, Daniel Guy, Derek Haynes, Erik Lensch, Gail Perry, Heidi Sawyer-Clark, James Joslin, Janis McFarland, Jenny Routh, Jodie LaPoint, Judith Rizzo, Kerry Bird, Ladell Robbins, Melanie Christian, Niels Lameijer, Patricia Holder, Patrick Barratt, Sims Preston
Attendees:	Aislinn Spain, Anne Lindsey, Barbara Wendell, Ken Moore, Harriet Martin, Missy Rankin, Muriel Easterling, Nancy Preston, Sandra Brooks-Mathers, Stephen Keith, Stephen Rich, Tom Scott, Anna Lorenz
Apologies:	Jim Pick, Terry Ball, Mike Andrews, Vivette Jeffries-Logan, Nathan Byrd

1. Opening Meeting

1.1 Confirm Minutes



Motion to Approve the Fall 2022 Board Meeting Minutes

Motion to approve the Fall 2022 Board Meeting Minutes was approved.

Decision Date: May 19, 2023
Mover: Anne Harris
Second: James Joslin
Outcome: Approved

1.2 President's Report

Anne Harris shared updates on accomplishments since the last Foundation meeting. This includes updates to contract process, closing on the Raney property, and a new software and process for document retention.

1.3 Resolution on Contract Review Process



Motion to approve the resolution on contract process

Resolved, that the Board of Directors directs the President of the Foundation to execute all contracts, agreements, and such other instruments that may be presented to the President according to the procedures set forth in the Contract Review Process, which is attached to and made a part of these minutes, and that this resolution shall remain in effect until such time as it is amended or withdrawn by the Board of Directors by a further resolution.

Approved

Decision Date: May 19, 2023
Mover: Chris Bogan
Seconded: James Joslin
Outcome: Approved

2. Committee Reports

2.1 Development & Membership Report

James Joslin presented the Development and Membership report. Membership numbers have remained consistent over the last year. The Foundation's fundraising goal has been 81% met with two months in the fiscal year left to go. The Carolina Moonlight Garden Party is sold out for the first time.

2.2 Finance Report

Nate shared the Finance report. He shared the current standings of the FY23 budget and the proposed FY24 budget. He also gave an update on the Foundation's investment accounts, which have produced steady returns (10%) over the last five years. Nate continues to encourage the UNC investment group that manages the funds to adopt sustainable investment practices.



A Motion to Approve the FY24 Foundation Budget

A motion to approve the FY24 Foundation budget was approved.

Decision Date: May 19, 2023
Mover: Judith Rizzo
Seconded: Sims Preston
Outcome: Approved

2.3 Conservation Report

Jodie shared the Conservation report. Jodie shared a current Chapel Hill area map of the preserves and lands and the Foundation owns. She shared a map of priority conservation lands and gave an update on the recent Raney property acquisition that happened on May 15 after over 20 years of work to get this property.



Motion to accept two conservation easements

Motion to approve the donation of ~1 acre Clark/Sawyer-Clark easement and the ~1 acre Maclean/Wolf easement was approved.

Decision Date: May 19, 2023
Mover: James Joslin
Seconded: Sims Preston
Outcome: Approved

2.4 Governance Report

Catharine acknowledged the contributions of outgoing co-chair Charlotte Offerdahl as well as the new and continuing members of the Governance Committee.

Catharine shared the Governance report. She updated the board on the progress that has been made with board handbooks, new director orientation, and skills and interest survey of current directors. In partnership with the Land Trust Alliance, the GC aims to develop an educational session and discussion for the directors on what it means to be a land trust and the legal and ethical requirements.

Proposed updates to the Foundation Bylaws were discussed.

1. The directors considered the possibility of having a third board meeting added to the annual calendar.
2. The need for all committee members (both directors and non-directors) to sign conflict of interest disclosures was discussed.
3. The establishment of endowments to maintain Foundation land trust commitments. The suggestion was made to have Warren Ray from UNC to come speak with the Board to help explain the Foundation's funds.
4. Budget Q&A session

The goal is to equip Directors to fulfill fiduciary duties with confidence.

3. Director's Report

3.1 Garden Update

Damon gave a report on the ABCs of NCBG.

Acquisition (Raney property), APP (new FloraQuest app launched by NCBG Herbarium), Aislinn Spain (has taken a new job as an HR specialist at the UNC College of Arts and Sciences)

Battle Park (has new kiosks), Boardwalk (bid for construction on new boardwalk in Mason Farm will go out next week), Budburst (climate change focused community science effort the Garden is participating in with the Chicago Botanic Garden)

Coker Arboretum (construction documentation for the new arbor is happening in June/July with construction beginning in December 2023. Arboretum Curator Margo MacIntyre will be retiring at the end of May), Contracts (all of the Foundation's contracts are now in a tracking spreadsheet), Cottage (the Herb Cottage has been cleaned out, had an HVAC unit installed, and may be used for small programs in the future), Corporate partners (offer a fantastic amount of services to the Garden), Conservation Scientist (Director of Conservation Johnny Randall is retiring at the end of June)

4. Close Meeting

4.1 Close the meeting

Next meeting: NCBGF Fall Board Meeting - Nov 17, 2023, 10:00 AM

Signature: _____

Date: _____