

NORTH CAROLINA  
BOTANICAL  
**GARDEN**  
FOUNDATION, INC.

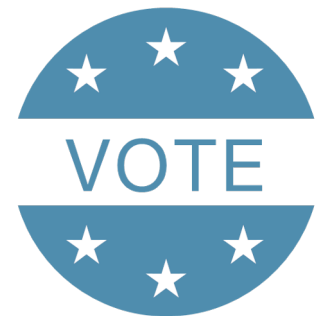
Nov 17, 2023

Fall Board Meeting

# Fall Board Meeting Agenda

- 10:00 AM **Approval of Minutes & Executive Committee Report** – Anne Harris, President
- 10:20 AM **Conservation Committee Report** – Jodie LaPoint and Janis McFarland, Co-chairs
- 10:30 AM **Development and Membership Committee Report** – James Joslin, Chair
- 10:40 AM **Finance Committee Report** – Nate Byrd, Chair
- 10:50 AM **Audit Presentation** – Blackman & Sloop
- 11:00 AM **Governance Committee Report** – Catharine Burns and April Johnson, Co-Chairs
- 11:55 AM **Closing Remarks** – Anne Harris, President
- 12:00 PM **Lunch**

# Approval of Minutes



# Executive Committee 2023

## Officers

- President: Anne Harris
- Vice President: Sims Preston
- Secretary: Jenny Routh
- Treasurer: Nate Byrd

## Additional Committee Members

- Immediate Past President: Greg Fitch
- Garden Director: Damon Waitt
- At Large Members: Mike Andrews, Chris Bogan, Judith Rizzo, Carol Tresolini

## Committee Chairs

- Audit Chair: Terry Ball
- Conservation Co-Chairs: Jodie LaPoint and Janis McFarland
- Development & Membership Chair: James Joslin
- Finance Chair: Nate Byrd
- Governance Co-chairs: Catharine Burns and April Johnson



# Key Accomplishments

## Foundation Contracts

- Developed Foundation contract tracking spreadsheet
- Improved contract management and Foundation governance
- Foundation director needed to work with Garden business office to continuously update spreadsheet.

Counterparty Name	Outgoing / Incoming	Real Estate? Yes / No	Description / Scope	Document Type	NCBG Responsible Party	Modified?	Contract Amount	Start Date	End Date	Signatures	Status	Location	Notes
Austin Peay State University	Incoming Contract (Foundation is paid)	No	Subaward of a grant made to Austin Peay State University for NRCA Focused Condition Assessment (FCA) of the Grassland Flora of 21 Southeastern National Parks for Conservation Planning and Best Management Practices - Project ID 221041-46117	Other	Dr. Alan Weakly and Michael Lee	N/A	\$38,970.32	5/15/22	4/30/26	Anne Harris	Active	Board Pro/North Carolina Botanical Garden Foundation/NCBGF Contracts	In progress -- start date 5/15/2022 end date 4/30/2026.
Austin Peay State University	Incoming Contract (Foundation is paid)	No	Subaward of a grant made to Austin Peay State University for NRCA Focused Condition Assessment (FCA) of the Grassland Flora of 21 Southeastern National Parks for Conservation Planning and Best Management Practices - Project ID 221041-46117	Other	Dr. Alan Weakly and Michael Lee	Other	\$2,500.00 Modification	5/15/22	4/30/26	Anne Harris	Active	Board Pro/North Carolina Botanical Garden Foundation/NCBGF Contracts	In progress -- start date 5/15/2022 end date 4/30/2026.
Austin Peay State University	Incoming Contract (Foundation is paid)	No	Subaward of a grant made to Austin Peay State University for DOI Evaluate Big South Fork River and Area Grasslands	Other	Dr. Alan Weakly	Other	\$22,400.00	10/1/21	9/30/22	Anne Harris	Active	Board Pro/North Carolina Botanical Garden Foundation/NCBGF Contracts	In progress -- start date 5/15/2022 end date 4/30/2026.
Austin Peay State University	Incoming Contract (Foundation is paid)	No	Consultant Services Contract - seed collections for Bureau of Land Management's Seeds of Success program	Services Agreement	Michael Kunz	N/A	\$8,895.91	4/1/23	12/31/23	Anne Harris and Michael J. Lican	Active	Board Pro/North Carolina Botanical Garden Foundation/NCBGF Contracts	
\$21,610.00 original contract Johnvv Randall Board Pro/North Carolina													

# Key Accomplishments

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## Foundation Contracts, contd.

- Updated Addendum to clarify limit of liability and address delegation
- Initiated discussions with attorney with board governance expertise to provide guidance to the Foundation and Garden regarding contract issues associated with contract evaluation and implementation

# Key Accomplishments



## Development & Membership

- Implemented alternative format for the Carolina Moonlight Garden Party (Gala)
- Significantly increased CMGP net revenue

## Governance

- Identified suggested changes to the Bylaws to improve Board governance
- Nominated new officers and directors to begin terms in January 2024

# Key Accomplishments



## Conservation

- Closed on Raney Property
- Working on management plans and easement monitoring reporting

## Finance

- Improved budget reporting
- Investigated options for sustainable investing

# Key Actions Remaining in 2023

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- Complete review and storage of historical Foundation documents
  - Organize Land Trust files
  - Develop comprehensive file list
- Initiate 2024 Orientation planning

## **Opportunities**

- Increase funding: membership, major donors, planned giving
- Strategic planning
- Board director engagement
- Board directors' understanding of fiduciary duties associated with land trusts

# Conservation Committee

- Jodie LaPoint – Co-Chair
- Janis McFarland – Co-Chair
- Daniel Guy
- Pat Holder
- James Joslin
- Niels Lameijer
- Jim Pick
- Mike Kunz, NCBG Director of Conservation
- Misty Buchanan\*
- Ed Harrison\*
- Chris Hirni\*
- Bo Howes\*
- Kim Livingston\*
- Milo Pyne\*
- Missy Rankin\*\*

\* *Volunteer non-board members*

\*\* *NCBGF Honorary Directors*



# Conservation Committee

- **The Conservation Committee works with the NCBG Director of Conservation to:**
  - Provide guidance on the potential acquisition of conservation properties and easements and assist with due diligence for acquisitions \*
  - Oversee management of conservation lands and easements, including preparing or reviewing management plans for preserves \*
  - Support fundraising efforts and grant applications for land acquisition and stewardship

\* *See Policies for Acquisition and Management of Botanical Preserves and Conservation Easements*



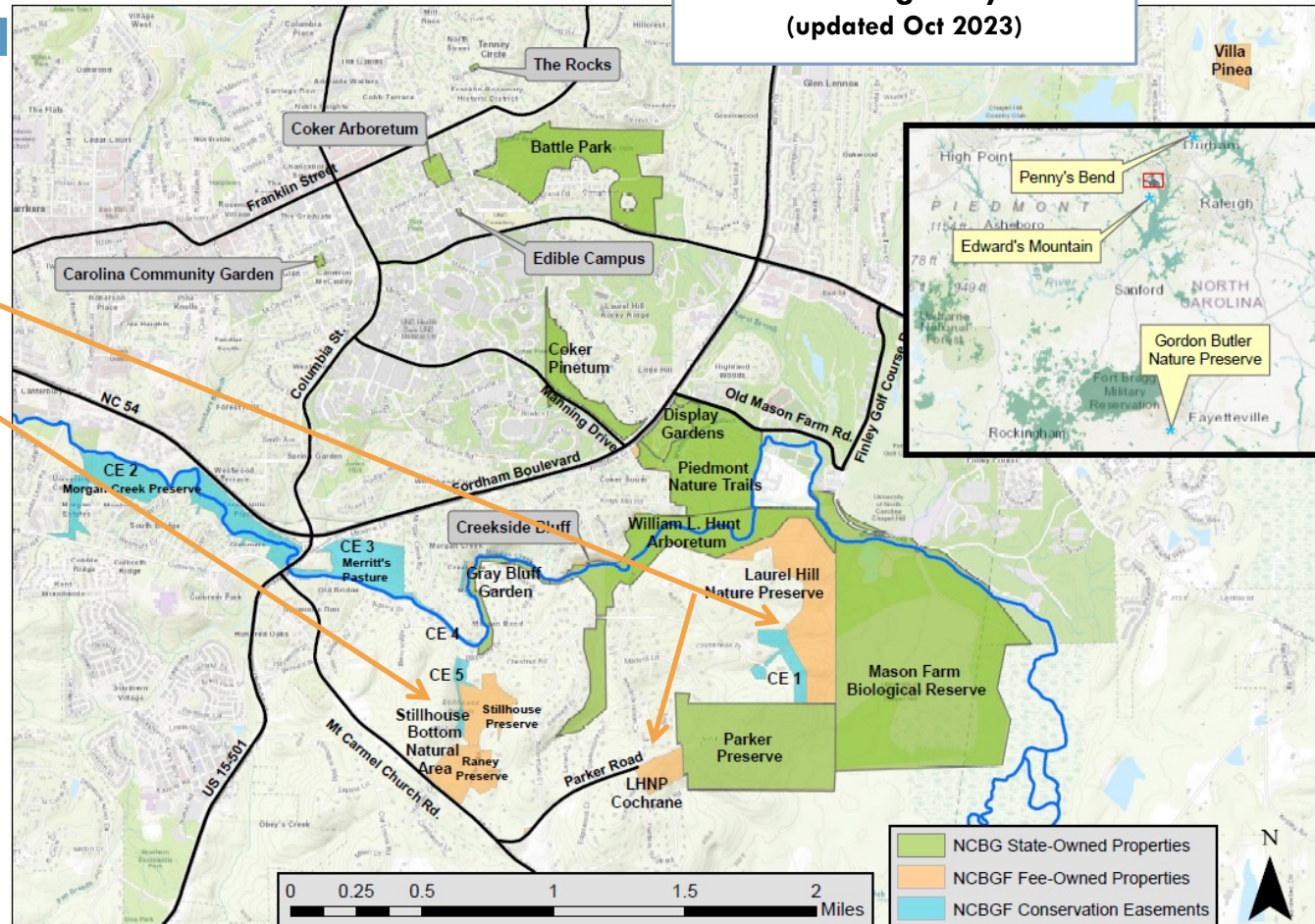
# Conservation Committee

## Foundation owns nature preserves and other lands:

- Laurel Hill Nature Preserve, including Cochrane tract
- Stillhouse Bottom and Raney Preserves
- Gordon Butler Nature Preserve
- Edwards Mountain Preserve a.k.a. Highland Pond
- Multiple conservation easements

## Foundation oversees management of Penny's Bend Nature Preserve

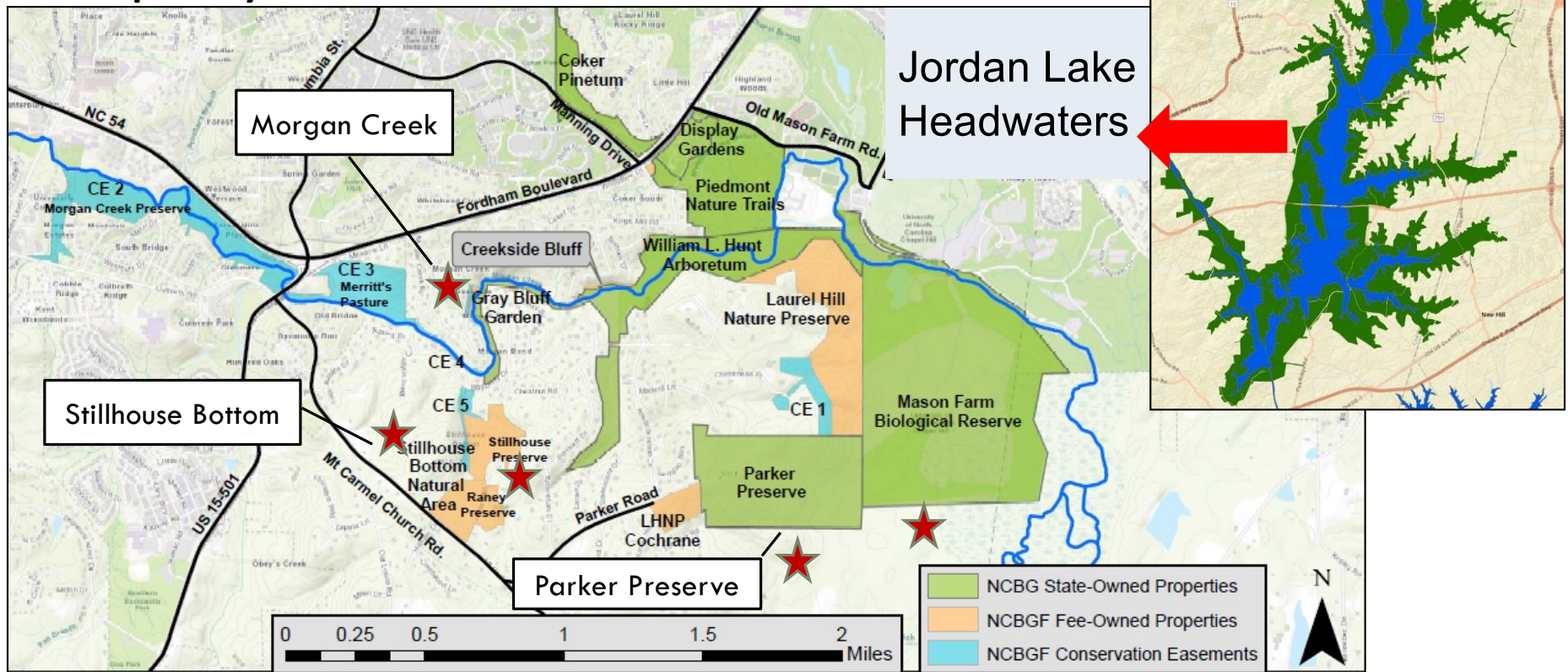
**Lands Managed by NCBG**  
(updated Oct 2023)





# Conservation Committee

## NCBGF priority areas for conservation



# Conservation Committee

- **Recent Committee Activities:**
  - Welcoming Mike Kunz, new Director of Conservation Programs
  - Working with Garden staff to update map and list of conservation properties
  - Collaborating with Garden staff to develop a written Management Plan for Stillhouse Bottom and Raney Preserves
  - Reviewing potential land protection opportunities
  - Preparing for annual easement monitoring





# Conservation Committee

- **Raney Preserve at Stillhouse Bottom**
  - Closed on purchase May 15
  - Trail and kiosk for visitors completed
  - Opening celebration on June 26
  - Removal of 2-acre patch of non-native wisteria





# Conservation Committee

- **Restoration at Penny's Bend**
  - Previously completed loblolly removal and prescribed burn
  - This summer, removal of invasive species and planting of native species



# Development & Membership Committee

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- James Joslin – Chair
- Gail Perry
- Melanie Christian
- Kerry Bird
- Patricia Holder
- Michael Andrews
- Chris Bogan
- Patrick Barratt
- Sims Preston
- Stephen Keith (staff liaison)
- Kristen Hironimus (staff liaison)

# Development Report FY23

□ July 1, 2022– June 30, 2023

FUND TYPE	FY23 Goal	FY23 Final	% Goal
Unrestricted, general support gifts	\$650,000	\$719,794	110%
Restricted gifts (designated & expendable)	\$700,000	\$557,154	79%
Permanent Endowment gifts (restricted use)	\$150,000	\$181,474	120%
<b>TOTAL GIFTS</b>	<b>\$1,500,000</b>	<b>\$1,458,422</b>	<b>97%</b>



# 2023 Carolina Moonlight

- ❑ Most successful year ever!
- ❑ Event Sold out (first time ever)
- ❑ Three Honorary Hosts
- ❑ Exemplary Planning Trio
- ❑ Auction with a mission theme
- ❑ Raised a net total of \$137,040
- ❑ Raised ~160% more than last year



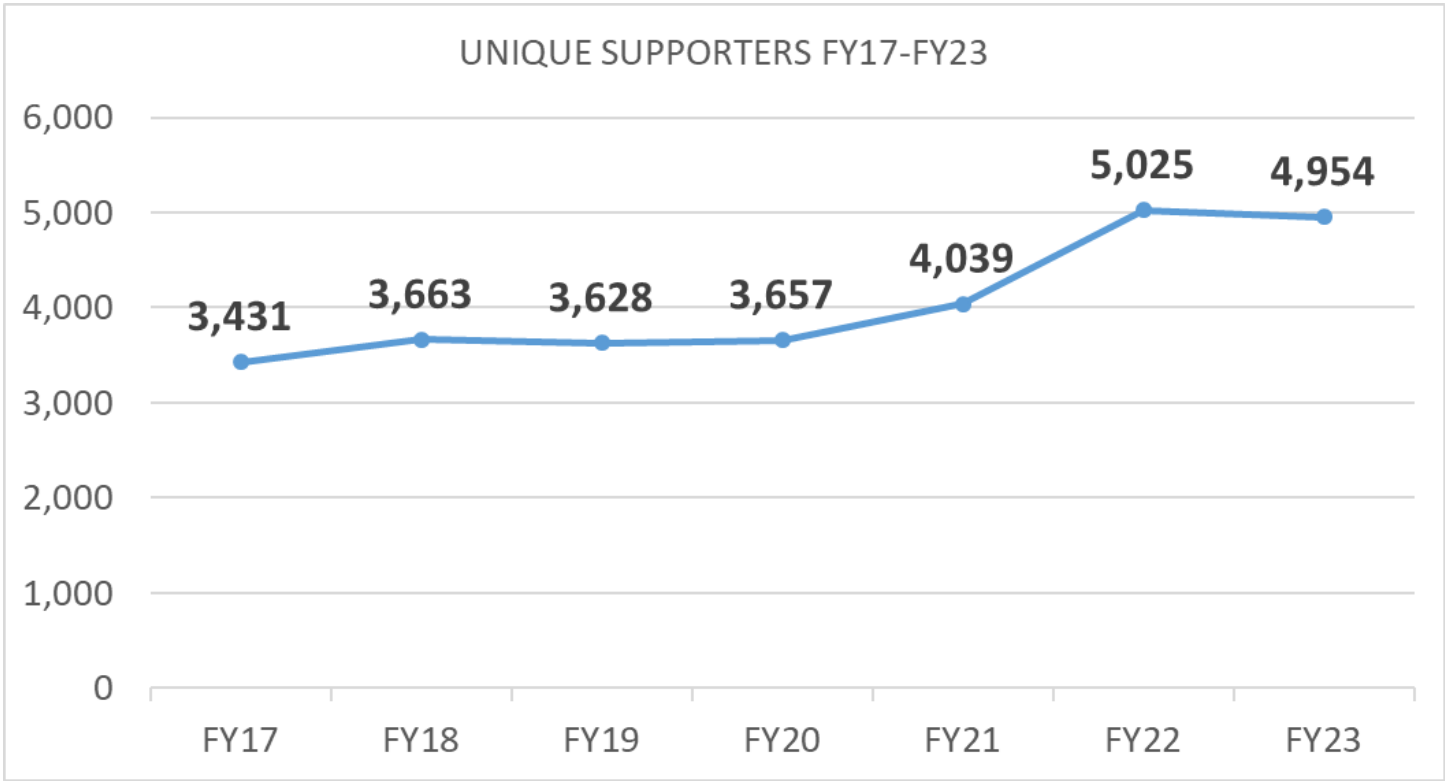
# NCBGF Membership Count and Impact

- Snapshot – Comparison on first day of fiscal year

Membership Level	Membership FY22	Membership FY23
Digital (\$30)	56 (\$1,680)	60 (\$1,800)
Individual (\$50/\$40)	1250 (\$55,020)	1289 (\$56,480)
Dual (\$75/\$60)	665 (\$42,915)	633 (\$40,785)
Household (\$100/\$80)	829 (\$73,540)	791 (\$70,420)
Sustainer (\$500)	104 (\$52,000)	88 (\$44,000)
Director's Circle (\$1,500)	68 (\$102,000)	59 (\$88,500)
	<b>2,972 (\$327,155)</b>	<b>2,920 (\$301,985)</b>



# Overall Community Support of the Garden

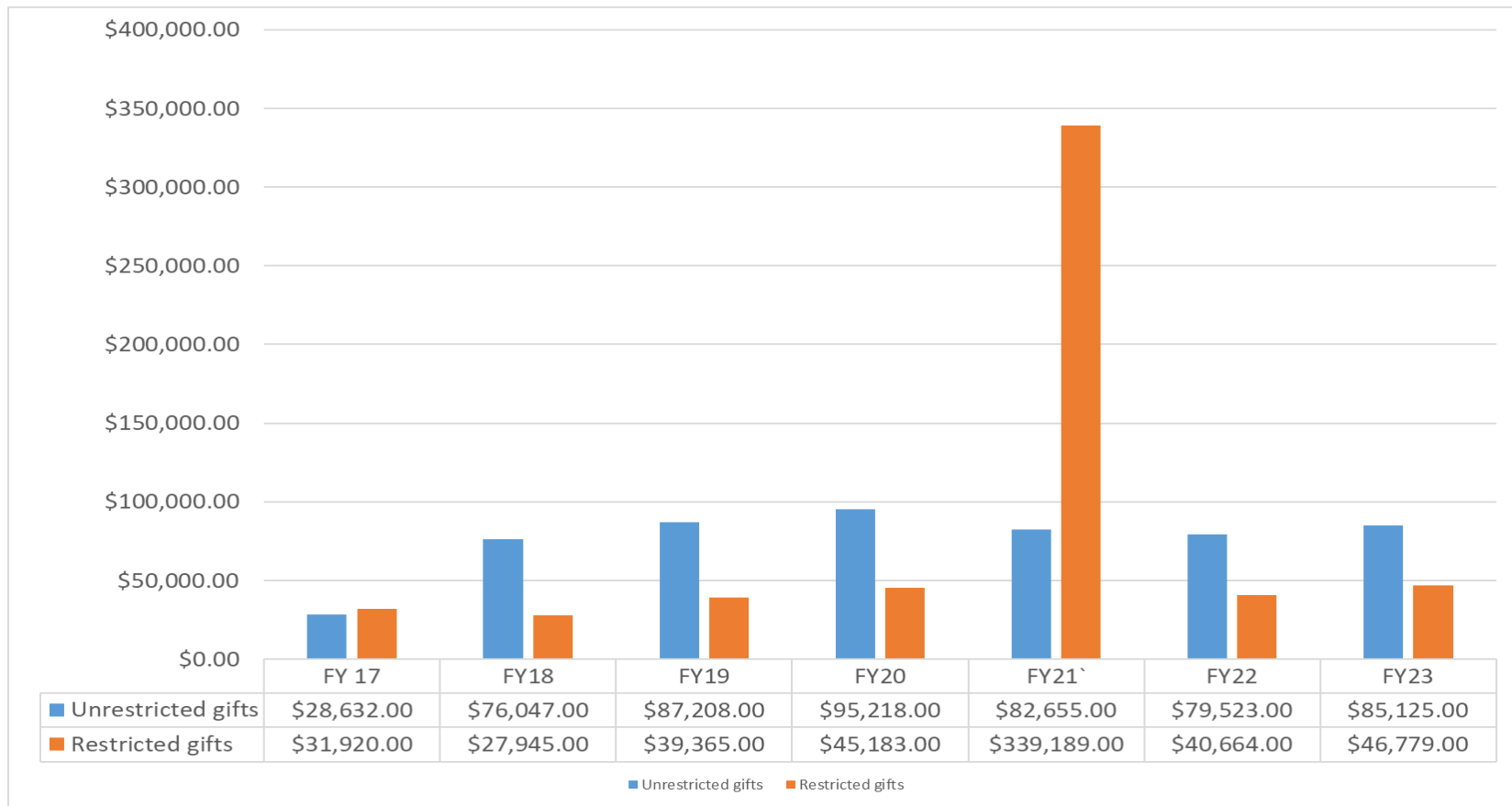


## Board Giving in FY23

- NCBGF Directors gave a total of **\$131,904** in FY23, of which **\$85,125** was unrestricted
- Honorary Directors gave a total of **\$28,380** in FY23, of which **\$23,908** was unrestricted



# Trends of NCBGF Director Giving



## FY23 Impact Gifts from NCBGF Directors

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- \$10K – Carolina Moonlight support from Anne Harris
- \$10K – Carolina Moonlight support from James Joslin
- \$10K – Carolina Moonlight support from Harriet Martin
- \$10K – Arbor renovation support from Ladell Robbins

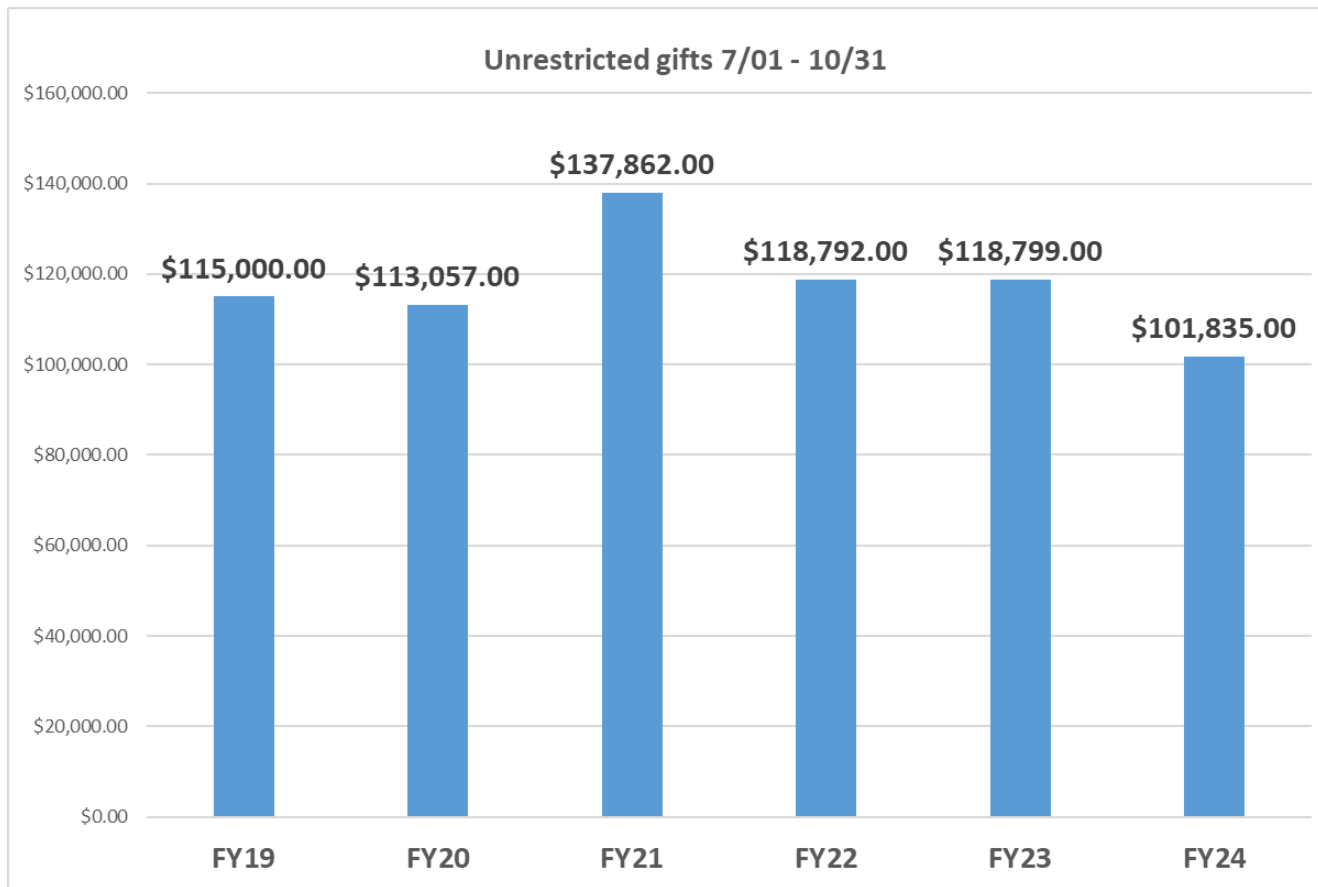
# Development Revenue FY24 to Date\*

\*July 1, 2023 – October 31, 2023

FUND TYPE	FY24 Goal	FY24 to date	% Goal
Unrestricted, general support gifts	\$650,000	\$101,835	15%
Restricted gifts (designated & expendable)	\$700,000	\$210,247	30%
Permanent Endowment gifts (restricted use)	\$150,000	\$49,616	33%
<b>TOTAL GIFTS</b>	<b>\$1,500,000</b>	<b>\$361,698</b>	<b>24%</b>

\* Approximately 33% through the fiscal year

# Overall Unrestricted Giving Trends through 10/31



Where will we find more supporters?



# 2023 September Membership Drive; Year three

- ❑ Third year; experienced team and process
- ❑ Greeter table in breezeway (Six NCBGF Directors participated)
- ❑ Banners, other physical membership promotions (also in Garden Shop)
- ❑ Social media campaign
- ❑ Membership email promotion to non-members (two invitations; reached 17K email addresses and gained 10 new members)
- ❑ Membership table at the annual NCBG fall plant sale





# September Membership Drive Results

	<b>2021</b>	<b>2022</b>	<b>2023</b>
New Members	253	168	141
Renewals	77	148	161

There is still time to support the Garden this year



# Coker Arbor Project

- **Goal to raise \$250K more**
- **Current gifts to goal = \$59,345**
  
- Update communication sent to all Coker Arboretum donors on 11/07
- Next Step - Construction Bid process





# Mason Farm Boardwalk

- **Goal to raise \$150K**
- **Current gifts and pledges to goal = \$35K**
  
- First Crowdfunding challenge to find 100 gifts was met.
- Working on a second challenge.
- Project is ongoing and will be completed by the end of the year.



# Your end of year gift to support plant conservation

- ❑ Respond to the NCBG Fall brochure
  - ❑ Support your favorite area or program at NCBG
  - ❑ Become a Winter in the Garden Event Host
  - ❑ Direct a qualified charitable distribution (QCD) from your IRA
  - ❑ Transfer a gift of appreciated securities
- \* See your financial advisor or CPA for specific ways to benefit NCBG through your personal situation



## Your end of year gift to support plant conservation

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- See Stephen Keith or Kristen Hironimus for assistance in making your gift to support the Garden.

# Finance & Audit Committees

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## Finance Committee:

- Nathan Byrd (Chair)
- Terry Ball
- Ladell Robbins
- Erik Lensch
- Lisa Hicks (Staff, Director of Business Operations)
- Damon Waitt (Staff, Director NCBG)

## Audit Committee:

- Terry Ball (Chair)
- Ladell Robbins
- Nathan Byrd

# NCBGF FY24 Foundation Budget (Out of ~\$4.6m Garden Budget)

## NC Botanical Garden Foundation, Inc. 2023-2024 Budget

	<u>Total</u>
Endowment Carry Forward (Estimate)	8,025,000
Cash Carry Forward (Estimate)	<u>1,800,000</u>
Total Carry Forward from Prior Year	9,825,000
Gifts - Endowment	600,000
Gifts - Expendable	900,000
Other Revenue	158,600
Investment Income	<u>334,644</u>
Total Revenues	1,993,244
NCBG Support	1,782,762
NCBG Foundation Expenses	<u>541,792</u>
Total Expenses	2,324,554
Ending Projected Endowment + Cash	9,493,690

*NCBG Support refers to operating expenses that are provided through the foundation in support of the garden's mission*

*NCBG Foundation Expenses are only related to Foundation fundraising activity and administering properties owned by the foundation (development, legal, accounting, audit etc.)*



# NCBGF FY24 Foundation Budget Progress

**NC Botanical Garden Foundation, Inc.**  
**2023-2024 Budget**  
**Board Approved**

*Carried Forward:*  
Mason Farm Boardwalk  
Coker Arbor Replacement  
DA Gift Flora App

	<u>Budget</u>	<u>Actuals as of 9/30/2023</u>	
Endowment Carry Forward(Estimate)	8,025,000	7,551,945	
Cash Carry Forward(Estimate)	<u>1,800,000</u>	<u>2,017,918</u>	
Total Carry Forward from Prior Year	9,825,000	9,569,863	
Gifts - Endowment	600,000	61,044	10%
Gifts - Expendable	900,000	160,208	18%
Other Revenue	158,600	39,967	25%
Investment Income	<u>334,644</u>	<u>-</u>	0%
Total Revenues	1,993,244	261,219	13%
NCBG Support	1,782,762	347,198	19%
NCBG Foundation Expenses	<u>541,792</u>	<u>95,789</u>	18%
Total Expenses	2,324,554	442,987	19%
Ending Projected Endowment + Cash	9,493,690	9,388,095	

# Foundation Non-Personnel Expense Budget

Proposed Increase from \$2,500 to \$10,000 due to increased activity in contracts, grants, and land acquisition



Add \$2,000 additional for Land Trust Alliance Training



NON-PERSONNEL EXPENSES			BOTANICAL GARDEN FOUNDATION
SUPPLIES/MATERIALS	Budget	1st Qtr	Notes
Miscellaneous Supplies	150		
	150	\$0.00	
SERVICES	Amount		Notes
BGF Annual Audit	23,500		
Board Software - Board Pro	2,880		
Legal Services	10,000		
UNC Associated Entity Fee	14,000		
Strategic Planning for the Board	3,500		
Capital Business Solutions - MIP Software	975		
	54,855	\$0.00	
MEETINGS	Amount		Notes
New Board Member Orientation	550		
Spring Board Meeting	650		
Fall Board Meeting	1,000		
Donor Related Meetings	-	112.2	
Land Trust Alliance Training	2,000		
	4,200	\$112.20	
FIXED CHARGES	Amount		Notes
Directors & Officers Insurance	1,728	1728	CHUBB
Commercial Liability Policy	1,747		CHUBB
Umbrella Policy	1,103		CHUBB
Bonding Insurance Policy	493		Hartford
Villa Pinea Solid Waste/Landfill	213		Tags for Landfill
Vill Pinea Insurance	1,400	1303	Property Insurance (State Farm)
Villa Pinea repairs	24,400	613.48	Retaining Wall, Septic Service, Painting, Exquisite Air, Landscaping & Tree Removal, Glass repair
Penny's Bend Insurance	1,200		Property Insurance (Penn Mutual)
Penny's Bend Maintenance		1033.16	Electrical and HVAC service
Raney Property Maintenance		5350	Forestry Mulching
Land Taxes	500		Properties without houses
Land trust Alliance	1,250		Annual LTA fee
	34,034	\$10,027.64	
<b>TOTAL NON-PERSONNEL EXPENSES</b>	<b>\$93,239.00</b>	<b>\$10,139.84</b>	

# Foundation Accounts

For Period Ending : 9/30/2023				
Source	Fund Name	Contribution Value	Market Value	Estimated Payout
FG002	Herb Garden Endow	229,523	694,117	31,919
FG003	Natural Areas Endow	165,614	252,942	11,625
FG004	Mason Farm Endowment	211,503	314,455	14,460
FG005	Butler Endowment	10,000	31,037	1,427
FG006	Master Plan Herbariu	1,351,425	1,812,554	83,351
FG007	Fitch Lectureship Fd	53,980	112,999	5,196
FG009	Coker Arboretum End	1,023,994	1,482,796	68,175
FG010	Conservation Fund	278,330	419,876	19,309
FG011	Hunt Arboretum	24	32	1
FG012	Jim Todd Living	79,595	105,446	4,849
FG013	Battle Park Endow	366,294	477,793	21,970
FG014	Forest Theatre Fund	16,136	20,887	960
FG015	General Oper Fund	53,418	66,262	3,032
FG016	Mohr Herbarium Fund	92,715	138,759	6,352
FG017	Deberry Intern-Coker	49,088	68,467	3,149
FG018	Krakauer Endowment	94,611	129,618	5,961
FG019	Unc Herbarium Endowm	53,687	70,987	3,264
FG020	Colvard Mountain Pla	99,594	154,409	7,101
FG021	Houk Sustainability	57,162	81,983	3,769
FG024	Bench Endowment	144,267	148,699	6,831
FG025	Piedmont Nature TrailEndowment	150,933	153,650	7,066
FG026	Bell & Radford Endowment	118,743	136,486	6,276
FG027	Conservation Endowment	61,205	85,141	3,915
FG028	Sims Lecture Endowment	50,033	72,277	3,324
FG029	NCBG Student Intern Fund	127,472	141,739	6,316
FG030	Johnson Student Intern Fund	124,087	148,101	6,810
FG031	2 J's Acres Conservation Mgmt.	323,732	314,866	14,437
FG032	Palmer Endowment-Natural Areas	116,456	110,376	5,056
<b>Grand Total:</b>		<b>5,503,623</b>	<b>7,746,754</b>	<b>355,901</b>

# UNC Chapel Hill Investment Fund

## UNC Investment Fund

### Primary Objective

Preserve the inflation-adjusted purchasing power of the endowment while providing a predictable and growing stream of spending distributions

- To accomplish this objective - - the endowment must earn an annualized net return exceeding the spending rate + inflation over rolling 5 – 10-year (and longer) periods
- UNCIF's stated return objective is 5.5% + CPI
- Managing the return volatility of the endowment helps to stabilize the annual spending distribution

$$\begin{array}{|c|} \hline \text{Spending} \\ \hline 5.5\% \\ \hline \end{array} + \begin{array}{|c|} \hline \text{Inflation} \\ \hline \sim 2.5\% \\ \hline \end{array} = \text{Return Objective} > \sim 8.0\%$$

# UNC Chapel Hill Investment Fund

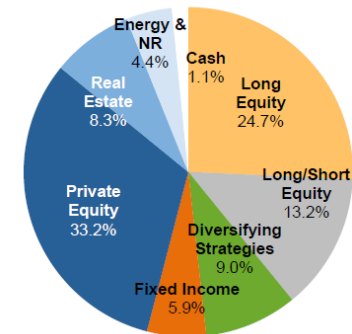
## Positioning Relative to SIPP

As of August 31, 2023

**Significant overweight to Private Equity continues  
Underweight to public asset classes more evenly spread**

- **Private Equity: 6.2% overweight** – strong relative long-term performance
- **Public Asset Classes: 6.2% aggregate underweight**

Over / Under Weight vs SIPP Target			
Public Portfolio		Private Portfolio	
Diversifying Strategies	-1.0%	<b>Private Equity</b>	<b>6.2%</b>
Long Equity	-1.3%	Energy & Nat. Res.	0.4%
Long/Short Equity	-1.8%	Real Estate	0.3%
Fixed Income	-2.1%	Cash	-0.9%



**Overweight to Private Equity continues**



# UNC Chapel Hill Investment Fund

## Return Summary

UNCIF has generated top decile performance across time periods

Annualized Performance Periods ending June 30, 2023	1 Year	3 Years	5 Years	7 Years	10 Years
<b>UNC Investment Fund</b>	<b>-0.4%</b>	<b>13.9%</b>	<b>10.3%</b>	<b>10.8%</b>	<b>9.7%</b>
<i>Primary Benchmark: SIPP</i>	3.6%	11.2%	8.4%	8.9%	7.9%
Traditional Portfolio: Global 70/30 <sup>(1)</sup>	11.2%	6.5%	6.1%	7.2%	6.7%
Peer Universe: BNY Mellon E & F <sup>(2)</sup>					
Median	7.1%	9.2%	6.8%	8.2%	7.5%
Top Quartile	9.8%	11.4%	8.2%	9.0%	8.3%
Top Decile	11.8%	13.2%	10.1%	10.7%	9.4%

**Top Decile Performance**

UNCIF has produced 9.7%+ annualized returns and top decile performance over the medium- and long-term

1) Global 70/30 Portfolio: 70% MSCI All Country World Index (ACWI), 30% Bloomberg U.S. Aggregate Bond Index  
 2) BNY Mellon Endowment & Foundation universe adjusted for internal fees





NORTH CAROLINA  
BOTANICAL  
GARDEN  
FOUNDATION, INC.

## *North Carolina Botanical Garden Foundation, Inc.*

- **2023 Audit Results & Communications**
- **November 17, 2023**

**BLACKMAN  
& SLOOP**  
CERTIFIED PUBLIC ACCOUNTANTS

# Overview of 2023 Financial Information

## Assets, Liabilities, & Net Assets

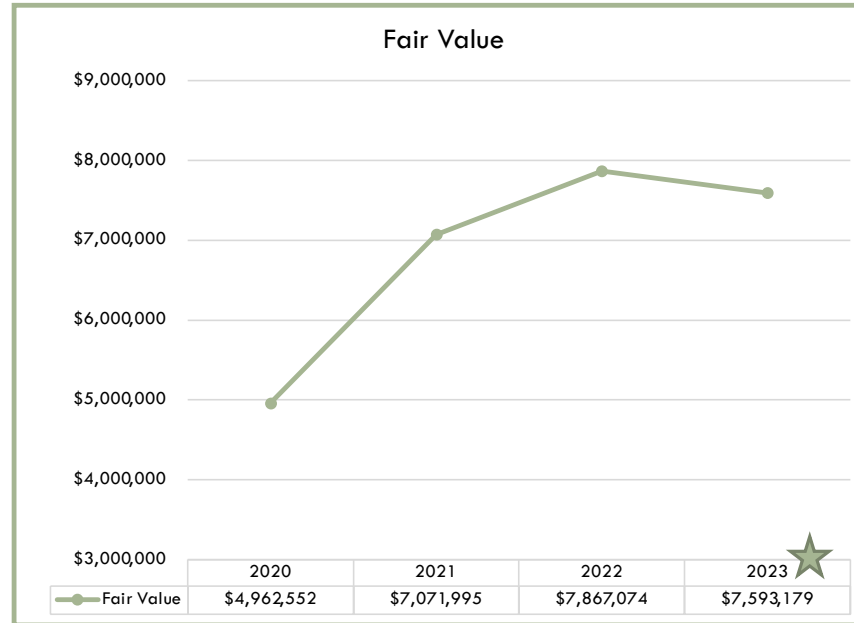


### ASSETS

	<u>2023</u>	<u>2022</u>	
<b>CURRENT ASSETS:</b>			
Cash and cash equivalents	\$ 1,690,792	\$ 1,990,738	In FY23, the Raney property purchased closed.
Promises to give, net	13,440	6,250	
Other receivables	-	3,266	
Property and equipment, net	340,499	346,359	
Cash and cash equivalents restricted for endowments	36,612	14,127	Deposits represent what was paid towards the Raney property purchase in FY22.
Deposits	-	50,040	
Investments	7,593,179	7,867,074	
Real estate	1,702,329	1,252,329	
Promises to give, net	29,034	4,400	
Gifts of future interest	104,371	63,103	Overall decrease of \$274K for 2023. \$179K net additions, less payout of \$330K, less change in FY of \$123K.
<b>TOTAL ASSETS</b>	<b><u>\$ 11,510,256</u></b>	<b><u>\$ 11,597,686</u></b>	
<b><u>LIABILITIES AND NET ASSETS</u></b>			
<b>CURRENT LIABILITIES:</b>			
Accounts payable	\$ 2,958	\$ 11,027	Other payables represent the amount collected for Venus Flytrap License Plate.
Other payables	28,050	28,050	
Deferred revenue	55,000	55,000	Deferred revenue is for the Flora of Delaware Manuscript. Obligations are met at the end of the contract when manuscript completed.
<b>TOTAL LIABILITIES</b>	<b><u>86,008</u></b>	<b><u>94,077</u></b>	
<b>NET ASSETS:</b>			
Without donor restrictions	564,854	611,627	
With donor restrictions	10,859,394	10,891,982	
<b>TOTAL NET ASSETS</b>	<b><u>11,424,248</u></b>	<b><u>11,503,609</u></b>	
<b>TOTAL LIABILITIES AND NET ASSETS</b>	<b><u>\$ 11,510,256</u></b>	<b><u>\$ 11,597,686</u></b>	

# Overview of 2023 Financial Information

## Valuation of Investments



Overall decrease of \$274K for 2023. \$179K net additions, less payout of \$330K less \$123K decrease in fair value.

Historical investment performance: 2023 -0.4%  
2022 4.4%  
2021 42.3%  
2020 2.3%

# Overview of 2023 Financial Information

## Support and Revenue & Expenses



	2023			2022
	Without Donor Restrictions	With Donor Restrictions	Totals	Totals
<b>SUPPORT AND REVENUE:</b>				
Gifts and contributions	\$ 835,556	\$ 873,567	\$ 1,709,123	\$ 1,472,431
Net investment return	2,019	(79,069)	(77,050)	264,390
Change in value of gifts of future interest	(3,100)	-	(3,100)	8,833
Other income	187,105	-	187,105	59,788
Rental income	30,400	-	30,400	24,800
Contribution of nonfinancial assets	204,412	-	204,412	232,830
	1,256,392	794,498	2,050,890	2,063,072
Net assets released from restrictions	827,086	(827,086)	-	-
<b>TOTAL SUPPORT AND REVENUE</b>	<b>2,083,478</b>	<b>(32,588)</b>	<b>2,050,890</b>	<b>2,063,072</b>
<b>EXPENSES:</b>				
Program services	1,259,949	-	1,259,949	971,438
Management and general	265,223	-	265,223	229,422
Fundraising	604,679	-	604,679	457,512
<b>TOTAL FUNCTIONAL EXPENSES</b>	<b>2,129,851</b>	<b>-</b>	<b>2,129,851</b>	<b>1,658,372</b>
Bad debt expense	400	-	400	20,837
<b>TOTAL EXPENSES</b>	<b>2,130,251</b>	<b>-</b>	<b>2,130,251</b>	<b>1,679,209</b>
<b>CHANGES IN NET ASSETS</b>	<b>(46,773)</b>	<b>(32,588)</b>	<b>(79,361)</b>	<b>383,863</b>
<b>NET ASSETS - BEGINNING OF YEAR</b>	<b>611,627</b>	<b>10,891,982</b>	<b>11,503,609</b>	<b>11,119,746</b>
<b>NET ASSETS - END OF YEAR</b>	<b>\$ 564,854</b>	<b>\$ 10,859,394</b>	<b>\$ 11,424,248</b>	<b>\$ 11,503,609</b>

-0.4% return in FY23 compared to 4.4% in FY22

FY23 had more larger gifts, resulting in the increase.

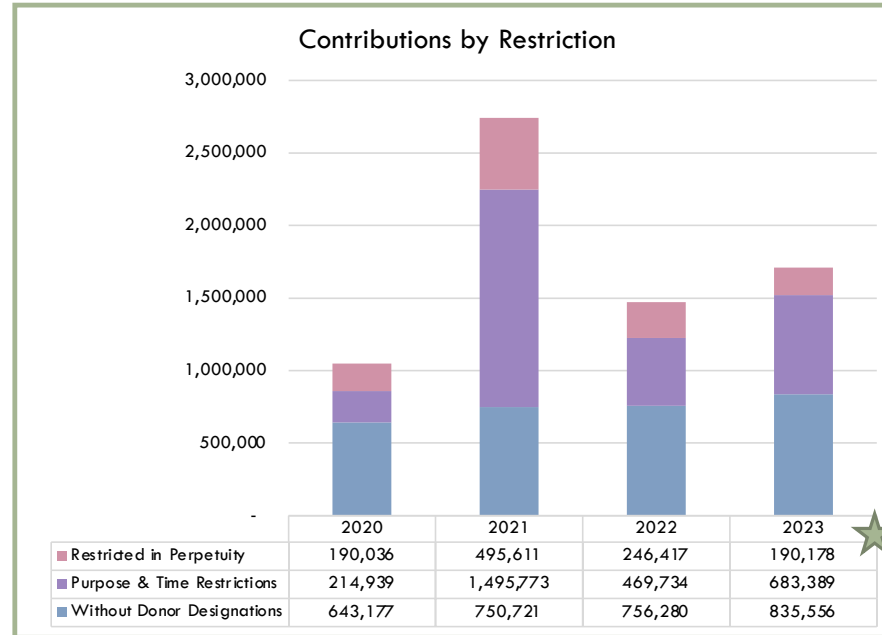
Decrease in donated services is due to how much was transferred over to pay for employees.

Expenses higher than prior year, primarily due to grants to the Garden. Program made up about 59%. Most UNC foundations run 65-70% program.



# Overview of 2023 Financial Information

## Contributions



FY23 was similar to FY22, with the greatest change in gifts with temporary restrictions. There were three \$50K gifts for various purposes, and one \$100K gift for the Raney property. FY21 had unusually large temporary restricted contributions due to the gift of \$950K for Flora Quest and the \$300K new estate pledge in FY21. FY21 also had a spike in contributions restricted in perpetuity with the \$261K for 2 J's Acres Conservation Management Endowment.

# Commitment of Your Service Team

**Our service philosophy is based on experienced teams distinguished by relevant credentials and continuity of service. There is a high level of industry experience among the members of the team serving you, which results in responsive and high-quality service. Our primary team members during the current year audit included the following:**

**Rob Lewis**  
Principal  
[robert@b-sepa.com](mailto:robert@b-sepa.com)

**Katie Ledford**  
Senior Manager  
[kledford@b-sepa.com](mailto:kledford@b-sepa.com)

919-942-8700  
<https://nonprofit.b-sepa.com>

*Partnering with our clients in reaching their goals today  
and exceeding them tomorrow*

**BLACKMAN  
& SLOOP**  
CERTIFIED PUBLIC ACCOUNTANTS

# Governance Committee 2023

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- Catharine Burns & April Johnson, Co-chairs
- Derek Haynes
- Erik Lensch
- Judith Rizzo
- Carol Tresolini
- Anne Lindsey\*
- Stephen Rich\*
- Anne Harris, Ex Officio
- Damon Waitt, Ex Officio

\* Honorary directors volunteering for committee service.

# Governance Committee Accomplishments 2023

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- Organized Board record-keeping through acquisition of BoardPro
- Reviewed and organized physical records of Foundation
- Planned and conducted new director orientation in January 2023
- Surveyed Directors and updated board matrix
- Continued review of land trust function and engaged with Land Trust Alliance for education on duties of Foundation directors
- Reviewed and proposed updates for Bylaws
- Recruited new 2024 director candidates and 2<sup>nd</sup> term directors
- Recruited slate of officers for 2024-2026

# Recognition of Retiring Directors

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- Catharine Burns
- Nate Byrd
- James Joslin
- Jim Pick
- Ladell Robbins
- Jenny Routh
- Anne Harris



# Anne Harris

## Overall Service

- ❑ NCBG Educational Assistant: 1971-1973
- ❑ Herbarium Volunteer: 2016-2019
- ❑ Governance Committee: 2016-2018
- ❑ Governance Chair: 2019
- ❑ President: 2020 – 2023

## Membership

- ❑ Initiated membership study in 2019 and established the Ad Hoc Membership & Marketing working group.
- ❑ Established new program in 2021.
- ❑ Founding member of the Director's Circle.



Mrs. James Woody Tries  
Blackberries For Refreshments



Instructor Moore Explains



Mrs. Benson Makes A Point

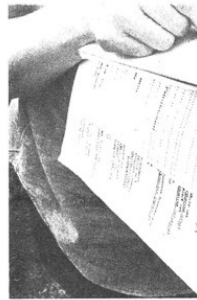
to listen that mushrooms, are the ecological custodians of the woods, serving to help decompose leaves and similar "bodies" that fall to the forest floor.

These nine local residents are students in five-week, special interest course, "Local Plants and Their Ecology," which began here June 15. The course is sponsored by the North Carolina Botanical Garden and the University of North Carolina Extension Division. The non-technical, field botany course places emphasis on the identification of native plants and wild flowers in the Hoxboro area and the effect of these plants on the ecosystem. In addition to being quite interesting and a lot of fun, the course is functional in that it offers one hour's credit toward a teacher's certificate renewal; and, several of those enrolled in the course here are teachers.

Mrs. Ann Benson and Ken Moore from the N.C. Botanical Garden are instructors for the course, which meets from 8:00 a.m. to noon each Tuesday at Person Senior High School.

The majority of the students' time is being spent on the excellent nature trail that has been developed on the high school grounds by PGHS teachers and students. Instructors Ann and Ken, incidentally, have been quite generous with their compliments for local folks who have been instrumental in developing the trail, as has Dr. C.R. Bell, director of the N.C. Botanical Garden and supervisor of the special botany course.

This past Tuesday, The Courier-Times had a photographer tag along with the botany class, totally disregarding the fact that it was casting him into the natural habits of reverent poison sumac and vicious copperheads and at the same time summarily despoiling him hazardous duty pay. The photographer returned with the renderings on this page, which he hopes you will enjoy. In the meantime, he's out buying some calamine lotion!



Mrs. Robert Jolly Co



Mrs. D.H. Claytor & Mrs. T  
Hunt Specim

Photos  
By  
Neal Rattican



# Anne Harris



## Overall Support

- Unrestricted general support (annual fund)
- Director's Circle and Director's Fund
- The UNC Herbarium
- The Bob and Molly Broad Walkway
- Event Host for Carolina Moonlight Garden Party, Sculpture in the Garden, and Winter in the Garden
- Patio furniture outside the Garden Shop
- Raney Preserve at Stillhouse bottom
- The Sign Wall and Entry Landscape

# Elections – Board Nominees

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- The Governance Committee recommended five outstanding Director candidates for appointment to the NCBGF Board.
- One candidate withdrew due to work obligations just before today's board meeting.
- The Executive Committee reviewed the slate and approved forwarding this group of nominees to serve 3-year terms beginning in January 2024.

# NCBGF Board Director Nominees

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The nominees to be introduced by their sponsors are:

- Josie Walker
- Ted Teague
- Tom Thornburg
- Julie Furr Youngman

# Board Nominees

## Josie Walker

Sponsor, Derek Haynes

BS Agricultural & Environmental Systems with Concentration in Urban  
& Community Horticulture, NC A&T State University

BS Mathematics, UNC Charlotte

With over 16 years of professional experience as a garden educator, Josie has partnered with schools, libraries, and farms across eastern North Carolina to instill environmental stewardship and agricultural education among diverse audiences. Her grassroots initiatives actively address food insecurities by fostering community access to accurate information and essential resources, with a focus on growing edible plants. Josie is the co-founder of the Black Seed Saving Collective and was recognized in 2020 as a Plant Champion by Seed Your Future. She also serves on the advisory board of the North Carolina Community Garden Partners (Southeast Region) and contributes her leadership skills to the North Carolina Native Plant Society, Central Coastal Plains Chapter.



# Board Nominees

## Ted Teague

Sponsor, Carol Tresolini

BA Political Science, University of North Carolina at Chapel Hill  
JD and MBA, Wake Forest University



Ted has spent his career as a lawyer helping individuals and small businesses solve problems, grow, and resolve controversies. He has also worked as UNC's Associate General Counsel for Business Affairs and Real Estate. William Lanier Hunt, who was instrumental in founding the Botanical Garden Foundation, first introduced him to the natural areas surrounding the NCBG. Ted lives in Saxapahaw and serves on the boards of the Paperhand Puppet Project, the North Caroliniana Society, and the UNC-Chapel Hill Friends of the Library.

# Board Nominees

## **Thomas Thornburg**

Sponsor, Carol Tresolini

JD, The University of Michigan Law School

MPP, The University of Michigan

BA Political Science, Earlham College



Tom is a retired professor and senior associate dean of UNC's School of Government with scholarly expertise in North Carolina public law. He has served as Secretary and Treasurer of the SOG Foundation and currently chairs the Earlham College Board of Trustees. He counts the Mason Farm Biological Reserve among the North Carolina Botanical Garden's many treasures and once spotted a bobcat there.



# Board Nominees

## Julie Furr Youngman

Sponsor, Catharine Burns

BS, MA in Environmental Law Studies and J.D., Duke University

Julie is a Senior Attorney with Southern Environmental Law Center in Chapel Hill. Her cases involve protecting water quality and quantity, coastal resources, and endangered species, and promoting environmental justice. She graduated from Duke Law School, where she was managing editor of the Duke Law Review and served as president of the Environmental Law Society. As a tenured professor of business law, she created the Law, Justice and Society program at Washington & Lee University. A former U.S. Army Officer, Julie's current and past board service includes the Forest Restoration Alliance, the Rockbridge Area Conservation Council, and Friends of Bolin Creek, as well as her children's school organizations.



# NCBGF Board Director Nominees

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The Director nominees for the three-year term beginning in January 2024 are:

- Ted Teague
- Tom Thornburg
- Josie Walker
- Julie Furr Youngman



## NCBGF Board Director 2<sup>nd</sup> 3-year term

The Director nominees for a 2<sup>nd</sup> three-year term beginning in January 2024 are:

- Melanie Christian
- Gail Perry
- Carol Tresolini



# NCBGF Board Officer Nominees

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The nominees are:

- President – Carol Tresolini
- Vice President – Mike Andrews
- Secretary – Judith Rizzo
- Treasurer – Niels Lameijer

# Officer Nominees

## Carol Tresolini, President

PhD Adult and Higher Education, UNC Chapel Hill

MEd Special Education, UNC Chapel Hill

BA Sociology, Duke University

Carol Tresolini has served as an NCBGF Director since 2020. She was the Co-chair of the Governance Committee from 2021-2022 and is currently serving as an At-large member of the Executive Committee. Carol has identified important changes to the Foundation's Bylaws and Policies & Procedures to improve Board governance. She has also identified well-qualified candidates to serve on the Board. Carol spent decades in the education field, eventually becoming Associate Dean of the UNC School of Medicine, then Vice Provost for Academic Initiatives at UNC, a role that allowed her to work closely with the Garden for fifteen years. She has been on the board of the Center for Child and Family Health for many years, serving as treasurer for a number of years. She also served two terms on the board of the Triangle Community Foundation.



# Officer Nominees

## Mike Andrews, Vice President

The General Management Program, Harvard Business School  
M. Ed, Xavier University, Cincinnati, Ohio  
A.B. Philosophy, Centre College, Danville, Kentucky

Mike Andrews has served as an NCBGF Director since 2021. He is currently serving on the Foundation's Development and Membership Committee and as an At-large member of the Executive Committee.

Mike is a career conservationist. He was the Managing Director of Conservation at The Nature Conservancy and has served on the boards of the National Fish Habitat Conservation Partnership and NatureServe. He is currently a board member of Carolina Advocates for Climate, Health, and Equity and is a founding board member of Orange County, NC Living Wage.





# Officer Nominees

## Judith Rizzo, Secretary

Doctor of Education, Leadership in Schooling, University of Massachusetts MA, Middlebury College, Middlebury, Vermont  
BA Education, Emmanuel College, Boston, Massachusetts

Judith has been a NCBGF Director since 2019; she was Co-chair of the Governance Committee from 2021-2022 and is currently serving as an At-large member of the Executive Committee. She has identified important changes to the Foundation's Bylaws and Policies and Procedures and recruited well-qualified Board candidates. Judith was the Executive Director and CEO of the James B. Hunt, Jr. Institute for Educational Leadership and Policy, Sanford School of Public Policy, Duke University, served as the Deputy Chancellor for Instruction, NYC Board of Education, and as Deputy Superintendent, in Tacoma, Washington. She has served on several non-profit boards, including the Woodrow Wilson Foundation, Turnaround for Children, the NC Museum of Natural Sciences, and the Learning Policy Institute.



# Officer Nominees

## Niels Lameijer, Treasurer

MSc, Land Use Planning and Process Management,  
Wageningen University & Research, Wageningen, Netherlands  
ICF Certified, Life and Corporate Coaching, Institute for Professional  
Excellence in Coaching

Niels Lameijer has served as an NCBGF Director since 2023. He is currently serving on the Foundation's Conservation Committee. As a CEO Coach, mentor and Advisor at Vistage Worldwide, Inc, Niels helps people who run businesses become better leaders, make better decisions, and get better results. Originally from the Netherlands, Niels enjoys giving back to his community and is an avid birder. He enjoys exploring local trails and preserves with his family and has fond memories of walking the trails of Mason Farm with his son.



# Slate of NCBGF Officers for 2024-2025

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- President – Carol Tresolini
- Vice President – Mike Andrews
- Secretary – Judith Rizzo
- Treasurer – Niels Lameijer



# Proposed Amendments to Bylaws



- Among the Governance Committee's responsibilities is:
- "Annually review the Foundation Bylaws and Policies and Procedures and make recommendations to the Board concerning the need for amendments or revisions."
  - DRAFT of proposed amendments was shared prior to May 2023 Board Meeting
  - Limited but helpful discussion of possible amendments in person at board meeting in May
  - Ongoing opportunity for comments and questions
  - Additional changes made to draft based on director input
  - FINAL DRAFT circulated in Board materials in October

# Proposed Amendments to Bylaws

- Bylaws are key governing document of this foundation. Bylaws define how we manage this nonprofit organization, but work in connection with:
  - Articles of Incorporation
  - Policies and procedures
  - Committee Charters
  - State statute that defines how nonprofits can operate in North Carolina
  - Letter of Agreement with UNC to operate as an associated entity
  - Federal law in order to maintain charitable status as 501(c)(3) organization
  - Board adopted policies
    - Land Trust Alliance
    - Policy on Land Stewardship and Acquisition
    - Other specific board policies

# Proposed Amendments to Bylaws

- **ARTICLE I: NAME AND PURPOSES**

- **May 2021 Bylaws:** There had not been any reference in this opening section to the fact that the NCBGF is an Associated Entity of UNC-CH. in

- **Amendment:** The amendment adds Section 2, which states that NCBGF is a non-profit organization, and is also recognized as an **Associated Entity of UNC-CH**. The [Associated Entity Agreement](#) has been included in the Board Notebook, but there is a sense that awareness of this guiding document is sometimes low. Since the Foundation's governance is guided by the annual agreement with UNC-CH, we felt that it was beneficial to include this reference clearly in the Bylaws.



# Proposed Amendments to Bylaws

- **ARTICLE II: FOUNDATION MEMBERSHIP**

- **May 2021 Bylaws:** Section 3 stated that the Board of Directors works with Garden staff to define classes, privileges and cost of membership, but did not specify that the Board of Directors has final approval.

- **Amendment:** The change makes clear that the Board of Directors will approve the way membership in the Foundation is defined. Now that the Development and Membership (membership function added since these Bylaws adopted) committee will be working closely with staff to increase and improve membership, there may be critical changes recommended. Since members are joining the Foundation – rather than the Garden – this change will emphasize the Board Directors are responsible for overseeing the terms of membership in our organization.

# Proposed Amendments to Bylaws

- **ARTICLE III: DIRECTORS**

- **May 2021 Bylaws:** Section 1: Composition of the Foundation Board.

- 1) Administrative changes at UNC make the old reference to a specific Vice Provost potentially inaccurate. Current Bylaws include the Vice Provost for Academic and Community Engagement as an ex officio Board director.
- 2) Currently our practice has been that the most recent President of the Board stays on as a non-voting Director. But the way the Bylaws are worded, this could allow any past President to stay on as a Director

- **Amendments:** The proposed changes are to 1) make the “UNC-CH senior administrator to whom the Director of the Garden reports” an ex officio director. This will anticipate future administrative changes at UNC-CH and give the person who oversees the Garden a seat on the Foundation board, and 2) clarify that only the immediate past president of the Foundation continues as a Director. Unless the past president still has time remaining in their board term(s), they will be a non-voting Director.

# Proposed Amendments to Bylaws



- Section 2: Honorary Directors
- **May 2021 Bylaws:** Current Bylaws provide for naming honorary or emeritus directors by the Board. The practice has been that the Governance Committee considers who should receive this distinction and forwards that recommendation on to the Board.
- **Amendment:** Proposed change is to add: “upon the recommendation of the Governance Committee”

# Proposed Amendments to Bylaws

- Section 4: Meetings
- **May 2021 Bylaws:** The current Bylaws provided for 2 board meetings a year, in the spring and in the fall.
- **Amendments:** As the Foundation grows and becomes more effective and impactful, best practices in nonprofit governance would indicate that more meetings of the board should be held. The new language would call for a minimum of 3 board meetings and would remove the specific requirement that they be held in May and November.
- Note that the 'minimum of 3' would allow for 4 or more full board meetings. This language and practice would also technically comply with the Land Trust Alliance's Standards and Practices.

# Proposed Amendments to Bylaws



- Section 5: Quorum
- **May 2021 Bylaws:** Existing Bylaws provide that 50% of Board constitutes a quorum, but do not specify that action may be taken by simple majority vote of those participating in the meeting.
- **Amendment:** Sentence clarifying that action may be taken by simple majority of those participating in meeting is included. Phrase in the current Bylaws, “with the approval of the President,” should be struck. If the opportunity to participate electronically is made available to some Directors, it should be available to all.

# Proposed Amendments to Bylaws

## □ Section 6: Function

□ **May 2021 Bylaws:** This section previously stated that the Board of Directors “will adhere to” the Land Trust Alliance’s Standards and Practices. The Board passed a resolution in May 2018 to join the Land Trust Alliance and follow its Standards and Practices.

□ **Proposed Changes:** The draft would change the language from ‘adhering to’ to ‘be guided by.’ This language is more consistent with the Land Trust Alliance’s expectation of members who are not actively seeking accreditation as a land trust.

□ In addition, a sentence is proposed to be added to the Function section to clarify that the Board is obligated to comply with both two agreements:

- 1) The letter agreement, which is negotiated annually with UNC-CH and known as the “Associated Entity Agreement,” and
- 2) The Board adopted “*Policies for Acquisition and Management of Botanical Preserves and Conservation Easements.*”

□ It is considered appropriate and necessary to include reference to these 2 documents because the Associated Entity Agreement.



# Proposed Amendments to Bylaws



- **ARTICLE IV: OFFICERS**
- **May 2021 Bylaws:** The May 2021 Bylaws include descriptions of the Officers and their duties. The version currently in effect includes a position of Assistant Treasurer, which is now considered unnecessary.
- **Amendment:** The major proposed change is to eliminate the position of Assistant Treasurer. The duties of each officer are clarified and made more consistent with the job descriptions developed for each officer.
- Specific officer duties provide more detail.

# Proposed Amendments to Bylaws

- ARTICLE V: EXECUTIVE COMMITTEE
- **May 2021 Bylaws:** The May 2021 Bylaws describe most of the authority and responsibility of the Executive Committee. The limitation on authority is that the Executive Committee does not have the power to amend the Bylaws.
- **Amendments:** The proposed change eliminates the position of Assistant Treasurer as a member of the Executive Committee.
- The limitation on the power of the Executive Committee is extended beyond changing Bylaws to “make final decisions as to the acquisition of land holdings and conservation easements.” This is not a new limitation, but including it will complement other sections that make clear that full board approval is needed. These final decisions are the fiduciary duty of the Board of Directors and this is consistent with being guided by the Land Trust Alliance Standards and Practices.

# Proposed Amendments to Bylaws



- **ARTICLE VI: COMMITTEES**
- Section 1: Standing Committees
  - Name of Development Committee is changed to Development and Membership
  - Provides that non-director members of Committees will abide by the Foundation's Conflict of Interest policy.
- Section 2: Nominations to the Board of Directors. This section provides that the Governance Committee acts as the nominating committee for the self-perpetuating board. The amendment clarifies that the Governance Committee also starts the process for naming honorary directors.

# Proposed Amendments to Bylaws



- **ARTICLE X: INDEMNIFICATION**

- This section of the Bylaws makes clear that the Foundation will cover expenses and other costs if sued in relation to service on the Foundation board. The current language says that this indemnification will not be provided if the person covered is found to have been negligent or have engaged in misconduct. The proposed amendment would add the word gross to modify negligence or misconduct. In other words, a Director would still be covered for mistakes or behavior that is less than gross negligence or misconduct.

# Proposed Amendments to Bylaws

- **ARTICLE XI: CONFLICTS OF INTEREST**

- Key to good governance is ensuring that there are not conflicts of interest on the part of the decisionmakers governing the organization.
- **May 2021 Bylaws:** The process provided in the current Bylaws is for all Directors to read the Conflict of Interest Policy and sign and submit a Conflict of Interest Disclosure Form to the Governance Committee at the beginning of the calendar year.
- **Amendments:** The problem with identifying whether Conflicts of Interest exist is that some projects or actions undertaken in the name of the Foundation are not known to Directors until it is too late to identify and avoid a conflict or perception of conflict.
- The proposed solution is to add a process to increase transparency within the Board and identify potential conflicts at a meaningful time. The proposed change is to add this sentence at the end of section 2: “In the interim, if any contemplated transaction by the Foundation could result in a conflict of interest, the Executive Committee shall inquire of all Board directors about a potential conflict.”

# Proposed Amendments to Bylaws

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- Draft circulated at May 2023 Board Meeting
- Changes made following Director discussion and input
- Final draft circulated October 2023
- Executive Committee approved on October 12, 2023
- Review of changes







C. Ritchie Bell



Anne Lindsey



Ken Moore



Dot Wilbur-Brooks

## Inspire Others



Marcella Grendler



# Inspiration for the Future

- A world-class Plant Biodiversity Research Center to house the Herbarium and Seed Bank.

