

MINUTES (in Review)

NCBGF FALL BOARD MEETING



Name:	North Carolina Botanical Garden Foundation
Date:	Friday, November 17, 2023
Time:	10:00 AM to 12:00 PM (EST)
Location:	Default Location, 100 Old Mason Farm Road, Chapel Hill, NC, USA
Board Members:	Anne Harris (Chair), April Johnson Choice, Carol Tresolini, Catharine Burns, Chris Bogan, Damon Waitt, Daniel Guy, Derek Haynes, Erik Lensch, James Joslin, Janis McFarland, Jenny Routh, Jim Pick, Jodie LaPoint, Judith Rizzo, Ladell Robbins, Marcus Collins, Melanie Christian, Mike Andrews, Nathan Byrd, Niels Lameijer, Patricia Holder, Patrick Barratt, Sims Preston, Terry Ball, Linda McLendon
Attendees:	Anna Lorenz, Anne Lindsey, Nancy Preston, Stephen Keith, Stephen Rich, Kristen Hironimus, Lisa Hicks, Kelly Medlin
Apologies:	Ken Moore, Sandra Brooks-Mathers, Harriet Martin, Kerry Bird, Vivette Jeffries-Logan, Gail Perry

1. Opening Meeting

1.1 Confirm Minutes

NCBGF Spring Board Meeting May 19, 2023, the minutes were confirmed as presented.

The Spring 2023 Full Board Meeting minutes were approved unanimously.

2. Committee Reports

2.1 Executive Committee Report

Anne Harris welcomed Directors and presented highlights from the year. Work has been done to refine the contract approval and maintenance process to ensure legal compliance. The Carolina Moonlight Garden Gala was successful with a significant increase in revenues. The bylaws have undergone a thorough review resulting in several proposed changes to be approved today. New Officer and Director candidates have been nominated to be approved today. The Raney property closed after decades of work. Management plans are underway for some of the conservation properties held by the Foundation. The Finance Committee has worked to improve financial reporting. Orientation for new Directors is planned for January. Opportunities for improvement include increasing funding and membership, improved Director engagement and strategic planning.

2.2 Development & Membership Committee Report

James Joslin presented the Development and Membership Committee report (attached). He shared final figures for FY23 noting that revenue came in at 97% of goal. A net of \$137,000 was raised through the Carolina Moonlight Gala, up by 160% over last year. An update on membership showed a slight decline over last year. Directors gave a total of \$131,904 and Honorary Directors gave a total of \$28,380 in FY23. Total gifts are at 33% of goal for the FY24. The Membership Drive, in it's 3rd year includes a greeter table in the breezeway, a social media campaign, banners and a membership table at the plant sale. Giving opportunities include the Coker Arbor Project with a goal of \$250K and the Mason Farm Boardwalk with a goal \$150K.

2.3 Conservation Committee Report

Jodie LaPoint presented the Conservation Committee report (attached). After introducing Committee members, she shared an updated map of all properties currently held by the Foundation. Several new priority land tracts for conservation have been identified. The Committee is working with Garden staff to develop a written management plan for Stillhouse Bottom and eventually the Laurel Hill preserve. The Raney property closed on May 15, a trail and information kiosk for visitors has been completed. The property is open to the public. Restoration at Penny's Bend, a public nature preserve, is underway and includes removal of invasive species, a prescribed burn and planting of native species.

2.4 Finance Committee Report

Nate Byrd presented the Finance Committee report (attached). Nate introduced Finance Committee members and shared the FY24 budget and progress through 9/30/23. After presenting 2 proposed amendments to the budget, the Board approved these changes unanimously. He then provided a summary of the Endowment, outlining Foundation accounts managed by the UNCCH Investment Fund.



Changes to the Approved Budget

A motion to increase the budget from \$2500 to \$10,000 for legal services and to add a line item \$2000 for Land Trust Alliance training was approved unanimously.

Decision Date: Nov 17, 2023
Mover: Sims Preston
Secunder: Chris Bogan
Outcome: Approved

2.5 Audit Presentation

Representatives from Blackman and Sloop presented the 2023 Audit Results and Communications in draft form (attached).

2.6 Governance Committee Report

April Johnson presented the Governance Committee report (attached). She introduced members of the Committee and highlighted major accomplishments including the acquisition of BoardPro software. The Committee worked with the Land Trust Alliance to learn ways to improve fiduciary responsibilities based on LTA guidelines and will provide educational opportunities for Board Directors and staff. The bylaws have been updated, resulting in proposed changes to be approved today. The Committee also conducted a review of Foundation physical records.

April recognized retiring Directors -

Catharine Burns, Nate Byrd, James Joslin, Jim Pick, Ladell Robbins, Jenny Routh and Anne Harris.

April presented Officer and new Director nominees.

Catharine Burns presented proposed changes to the bylaws (attached).



Approval of New Director Nominees

The following nominees for New Director were approved unanimously.

Ted Teague

Tom Thornburg

Josie Walker

Julie Furr Youngman

Decision Date: Nov 17, 2023

Mover: Mike Andrews

Second: Jim Pick

Outcome: Approved



Approval of Officer Nominees

The following Officer Nominees were approved unanimously.

President - Carol Tresolini

Vice President - Mike Andrews

Treasurer - Niels Lameijer

Secretary - Judith Rizzo

Decision Date: Nov 17, 2023

Mover: Derek Haynes

Second: Chris Bogan

Outcome: Approved



Approval of Proposed Amendments to Bylaws

Proposed amendments to the bylaws (attached) were approved unanimously.

Decision Date: Nov 17, 2023

Mover: April Johnson Choice

Second: Chris Bogan

Outcome: Approved



Approval of Director Nominees for 2nd three-year term beginning January 2024

A motion to approve a 2nd three-year term for Directors, Melanie Christian, Gail Perry and Carol Tresolini was accepted unanimously.

Decision Date: Nov 17, 2023

Mover: Chris Bogan

Second: Jenny Routh

Outcome: Approved

3. Closing Remarks

3.1 Closing Remarks

In closing remarks, Anne thanked Directors and Garden Staff for their support. She thanked members of the Executive Committee, Terry Ball and Sims Preston for their outstanding contributions. Finally, she thanked Damon for his leadership and support of the Foundation. She also recognized Ritchie Bell, Anne Lindsey, Ken Moore, Dot Wilbur-Brooks and Marcella Grendler for their passion and inspiring work. And finally, as inspiration for the future, she pointed to the potential Plant Biodiversity Research Center to house the Herbarium and Seed Bank.

4. Annual Membership Meeting

4.1 Garden Director Reports

Damon Waitt welcomed everyone. Anne Harris introduced new Directors Ted Teague, Thomas Thornburg, Josie Walker and Julie Furr Youngman. Damon presented the State of the Garden report (attached). Mike Kunz, Director of Conservation replaced Johnny Randall who retired after over 40 years of service to the State of NC in conservation. Five new staff members were announced Cody Britton - Coker Arboretum, Lindsay Durango - Executive Assistant, Krisitin Hironimus - AD of Development, Anna Lorenz - Development Assistant, Kayleigh Pacion - Nursery Assistant

Directors from each department presented brief updates (attached).

Lisa Hicks, Director of Business Operations - Lisa presented the FY23 Budget Wrap Up and an overview of the responsibilities of the Business Office. She also provided a summary of facility events and Garden shop sales.

Jennifer Peterson, Director of Communications & Visitor Experience - Jennifer shared a graph showing increased visitors to the Garden over the last 3 years. She gave an update on Sculpture in the Garden noting revenues over \$13,000. The Garden is active on social media on all the major platforms.

Dan Stern - Director of Horticulture - Dan introduced his team of eleven individuals and noted there are 20+ student interns working in horticulture. Plant sales continue to grow and have prompted new initiatives to accommodate large crowds at signature events. The seed program has grown 10 fold over the last 5 years influenced by online sales. Horticulture staff have been active in the local horticulture network. The Arbor renovation is underway in partnership with UNC Facilities with a hope to begin construction in January.

Joanna Lelekacs, Director of Learning and Community Engagement - Jennifer shared an update on the American Indian Cultural Garden, over 400K in funding has been secured to be able to fully implement construction of this garden. Jennifer shared highlights from the Therapeutic Horticulture Program including outreach to Ukraine to provide treatment intervention for those impacted by the war. Plans are underway to expand camp opportunities. An exhibition of the Longleaf Pine is planned for 2024.

Mike Kunz, Director of Conservation - Mike gave an overview of conservation programs at the Garden. The Plant Materials of the Atlantic Southeast program is working to develop native plant materials that can be used for restoration for local projects and throughout the Southeast. The bases for this is wild seed collections in NC, VA and SC. In FY23 over 6000 plant plugs were grown with local partners. Battle Park improvements include new information kiosks and trail markers. The Raney preserve has been added to the Stillhouse Bottom Natural Area. Preventing plant extinction work includes restoring Sea Beach Amaranth.

Dr. Alan Weakley, Director of the NCU Herbarium and Research - The Herbarium holds the largest collection of southeastern plants with over 800,000 specimens. Alan introduced the team of employees and work study students who work at the Herbarium. The Herbarium team had a role in describing ten new SE plant species in the last year. Floras, guides and apps have been

developed to bring "plants to the people". Project funding over the last 10 years tops 5 million. A regional Herbarium that could include Duke, UNC and NC State is an aspiration.

Stephen Keith, Director of Development - Stephen highlighted the membership program at the Garden. He detailed how the Garden and Foundation work symbiotically, showing how gifts to the Foundation advance the work and mission of the Garden. Stephen concluded with an overview of how membership contributions fund all areas of the Garden and opportunities for support.

5. Close Meeting

5.1 Close the meeting

Next meeting: NCBGF Spring Board Meeting - May 17, 2024, 10:00 AM

Signature: _____

Date: _____