

1-13-09 Meeting Notes

Tuesday, Jan. 13 at 6:00 p.m. at United Community Bank. Recorded by Donna Shearer, Secretary.

In Attendance: Forest Hilyer, Murray Lamb, Kristen Jordan, Mark and Donna Shearer, Bob Billings, Jack and Patty Rogers, Tom Lamb, Larry Winslett, Basil and Kelly Bonner, Sally Sorohan, David and Donna Moorlag

Part I – Board Meeting

Conflict of Interest

All Board members present signed this document indicating that they agree to it.

Bylaws

All Board members present signed this document indicating that they have read it. Members also discussed and, in some cases, voted to amend the Bylaws:

✦ Page 2, Conflict of Interest

Donna Shearer (Secretary) brought to the attention of the Board a possible conflict of interest in that her husband (and LC member) Mark Shearer does business as The Hemlock Doctor, which treats hemlocks for the Hemlock Woolly Adelgid infestation. The subject was raised in light of the Coalition's decision to implement a private landowners assistance program which will offer low-cost (or possibly free) hemlock help to the public in Lumpkin County. To date, all hemlock-related volunteer projects through which LC has received contributions have been brought in by Mark.

After Donna excused herself from the room, remaining Board members discussed the matter and voted unanimously that Mark Shearer's Hemlock Doctor business presents no conflict of interest for Donna Shearer's membership on Board or any hemlock-related activities of the Coalition.

✦ Page 3, Officers and Board of Directors

Members voted to invite Kristen Jordan (Treasurer) to join the Board to fill the seat vacated by Carolyn Fletcher; Kristen accepted and was unanimously confirmed to serve through May 31, 2009, when the next election will be held.

✦ Page 3, Terms of Office and Elections

Forest proposed and the members agreed that the terms of office should align more closely with our calendar of activities. Therefore, the May 31, 2009 election will be for a short term of approximately 6 months, after which an election for full-year terms is expected to be held in January 2010. Forest will form a nominating committee prior to the May 31, 2009 election.

Members voted unanimously to **amend** the 2nd paragraph to read, "Board members and officers will be elected at an annual meeting with date to be set (generally in January) by the board members. Members and officers will serve until the end of the term for which elected or until an earlier time if resignation or death occurs. If resignation or death occurs, remaining members will elect a person to complete the term."

✦ **Page 5, Duties of the Chairman and Duties of the Vice Chairman**

Members sustained the Chairman's and Vice Chairman's authority to make expenditure for a single transaction of up to \$300 without specific pre-approval of the board, but with proper accounting to the board.

Members agreed that having a board-approved line-item budget for major activities such as HemlockFest is appropriate and will eliminate the need for pre-approval of individual expenditures over \$300 unless they exceed the approved budgeted amount.

✦ **Page 5, Duties of the Vice Chairman**

Members voted unanimously to **delete** the 3rd paragraph, which read, "Ensuring that the website is current and informative to those who access it." (This is the responsibility of the webmaster.)

✦ **Page 6, Duties of the Treasurer**

Members requested Kristen Jordan to prepare an annual financial report for the Board, as required in the Bylaws.

✦ **Page 7, Annual Meeting**

Forest proposed and the members agreed that after the annual meeting in May 2009, the annual meeting time should be changed to align with our calendar of activities. Therefore, the members voted unanimously to **amend** the 1st paragraph to read, "An annual meeting will be held in January each year unless board members vote to hold the meeting in another month, on a date and at a time and place to be determined by the board."

The 5th paragraph is **amended** to read, "If the meeting is held later than January, current board members and officers will continue in their respective positions until the meeting is held."

✦ **Page 7, Record Date**

To ensure that all eligible participants are notified of the date and time of the annual meeting, Forest will post a notice in the Dahlenega Nugget and send an e-mail notice to those who have provided an electronic address.

✦ **Page 8, Amendment of Bylaws**

To ensure that all Board members (whether present or not) have the opportunity to review the amendments detailed in these meeting notes, the Secretary will distribute them electronically and Board members will be requested to reply to the Secretary by e-mail indicating their approval or objection.

✦ **Page 9, Basis of Operation**

Kristen Jordan will obtain clarification on the 7th paragraph concerning acknowledgment and disclosure to ensure LC is in compliance with the Bylaws.

Budget Item -- HWA Symposium Feb. 4 at NGCSU

Tom Lamb made a motion which the Board approved to allow LC to cover the \$30 registration fee for 5 members to attend. Attendees will include Forest Hilyer, Murray Lamb, Bob Billings, David Moorlag, and (hopefully) Brian Sorohan. Donna Shearer will send in their registrations.

Mark Shearer has already registered to attend as the Hemlock Doctor. He advised that this conference will not only provide valuable updates on the hemlock vs. woolly adelgid struggle but also offer excellent opportunities for networking with other individuals and groups engaged in this issue.

Budget Item – Expenditure for HemlockFest 2009 Bands

Forest requested and the Board approved an expenditure of up to \$4,000 for bands (fees and other compensation) for HemlockFest 2009.

Part II – General Meeting

Reimbursement for Mileage

Murray Lamb made a motion which was approved to implement a \$.10/mile reimbursement plan with a cap of \$1,000 total to partially defray travel costs of LC members engaged in LC activities. Details on eligible expenses, requirements for record submission, and distribution of funds will be established by the Board.

Initial suggestions were that reimbursement would cover travel for special events but not regular meetings; that written records indicating date, mileage, and associated event would be turned in to the Treasurer at the end of the calendar year; and that if total claims exceeded the established cap, distributions would be made by proportion. **Subject will be scheduled for further discussion at our next general meeting.**

Captain Planet Grant

This grant proposal prepared by Judy Toppins has been submitted. If a grant is awarded to LC, we could receive up to \$2,000 for Kids Discovery Day. Forest will send a copy of the final proposal by e-mail to anyone who requests it.

National Fish and Wildlife Foundation Grants

LC will have the opportunity to apply for a Wildlife Habitat and Conservation Initiative keystone grant supporting efforts to make a significant impact on increasing populations of imperiled wildlife and plant species and to protect and restore priority wildlife habitats at a landscape scale. We may also apply for a Native Plant Conservation Initiative special grant supporting on-the-ground conservation projects that protect, enhance, and/or restore native plant communities on public and private lands.

Announcements will be posted soon concerning submission dates and RFP requirements. Do we want to pursue either of these? If so, how would we best apply the funds? *Subject will be scheduled for further discussion at our next general meeting.*

Yahoola Creek Trails Conservancy and Million Mile Greenway

Forest Hilyer and Sally Sorohan will attend a meeting on this topic Thursday, Feb. 5 to hear and share ideas on how this effort would benefit the city, county, and all stakeholders in the trail system. How and to what degree do we want to be involved? *Subject will be scheduled for further discussion at our next general meeting.*

Publicity Plan for Brian Sorohan

Forest asked for input to develop a publicity plan for Brian Sorohan, our new Promotions and Publicity chair. One draft document was given to Sally Sorohan (who came to the meeting on behalf of Brian). Forest, Kelly Bonner, Bob Billings, and Donna Shearer will meet with Brian soon to discuss this job, the

marketing strategy, and timeline for implementation. *Subject will be scheduled for further discussion at our next general meeting.*

Lightly touched on the following and will schedule for further discussion at next general meeting:

- ✳ **T-shirt creativity** -- Start thinking and submitting ideas for our five-year anniversary HemlockFest t-shirt colors and design. Let's shake it up a little bit!
- ✳ **Earth Day Kid's Fest** on April 18 @ the Chattahoochee Nature Center -- Need several volunteers, involves hands-on projects.
- ✳ **Water monitoring** -- Shall we try this again? How can we best make this happen?

Report from Private Landowners Assistance Team (PLAT)

Jack Rogers presented a report on the efforts of the PLAT to date, including:

- ✳ **Statement of Purpose:** To utilize available funds and manpower resources to help as many landowners as possible to successfully manage the health of their hemlocks against the threat of the hemlock woolly adelgid.
- ✳ **Goal 1:** To provide a focused effort to inform landowners of the HWA threat and their options to manage it and assist them as needed. (and the objectives for meeting this goal)
- ✳ **Goal 2:** To increase the visibility and credibility of Lumpkin Coalition's contributions to the community. (and the objectives for meeting this goal)
- ✳ **Goal 3:** To raise additional funds for the Coalition's hemlock project through grant proposals and donations from landowners and administer designated funds charitably for approved assistance projects. (and the objectives for meeting this goal)

He also discussed with the group:

- ✳ the preliminary budget for program expenses known to date
- ✳ the preparations for sending out a post-card mailer to homeowners who live along Lumpkin County waterways and may have hemlocks on their property. Kelly and Basil requested to review the mailer before it is finalized.
- ✳ the plan for a dozen facilitators to the trained
- ✳ the benefits of having more than one person in LC who is properly licensed to treat hemlocks by soil injection, along with the possibility that LC would cover the training expenses for members who obtain the required licenses
- ✳ the offering of one or more public seminars to raise public awareness about HWA
- ✳ the desirability of having a "free-standing" phone number for the Hemlock Help Line to avoid the appearance of conflict of interest
- ✳ and the possible challenges of coming up with adequate volunteer help for large boots-in-the-dirt projects. Sally Sorohan agreed to contact Donna Gessell at NGCSU about tapping into the large resource of freshmen required to perform volunteer environmental service.

The group expressed the need for clarity on IRS rules for providing volunteer service to a homeowner and later accepting a donation to the Coalition to ensure we remain in compliance with our 501(c)3 status. PLAT members will formulate appropriate questions based on one or more typical scenarios, and Forest will seek answers and advice from a CPA who specialized in nonprofit organizations. Sally Sorohan volunteered to check with Stroud Stacy as a starting point. *Subject will be scheduled for further discussion at our next general meeting.*

Click here to view related documents: Meeting Notes from 12-16-08 PLAT Meeting, Preliminary PLAT Budget 2009, Pesticide Applicator Training and Licensing.