



## Florida Native Plant Society

Minutes for the Board of Directors prepared by Catherine Bowman, Past President  
Go-to-meeting Thursday, December 13 2018 @  
7:00 PM

### **In attendance and constituting a quorum:**

Susan Carr, Catherine Bowman, Bonnie Basham, Kara Driscoll, Gail Parsons, Shirley Denton, Todd Angel, Anne Cox, Grace Howell, Wendy Poag

### **Staff in attendance:**

Juliet Rynear

Susan Carr called the meeting to order at 7:02 p.m.

### **REGULAR AGENDA**

1. Update on TorreyaKeepers proposal provided by Susan Carr
  - a. We have an agreement letter with Leigh Brooks, more like an MOU than a contract as no money is changing hands.

Question from Gail: Is the letter being posted on the forum?  
Answer – Susan: Yes. Juliet says maybe not since earlier we did not as earlier we did not post contracts. Ann says we can block out sensitive information or just email them to the board to be kept to themselves – not for sharing. Susan will check and Juliet will email. This one [Agreement] and the one for the SE Chapters Initiative. Email will include a note that it is not for sharing. Note: Torreya S. P. was just re-opened so maybe volunteers can begin to get back in there soon. Leigh is writing a piece about it for publishing in the Palmetto.

Question from Gail: “So Leigh is taking the lead on this?  
Answer – Susan explained that she [Leigh] needed a home for this project which FNPS will provide.

Question from Gail: “What is the role of Atlanta Botanical Garden (ABG) in this?  
Answer – Susan said there is no official capacity activity with ABG yet.  
Gail – “So it is really Leigh’s project?”  
Susan – “Yes, it is essentially an inventory project; but, it may be evolving since hurricane damage. But, yes, on private lands to learn about the species and some that may not be affected by the disease. Essentially it is an unfunded project; Leigh may fund raise and money would come through FNPS as the organization home for the project and then we would pay as needed.”
2. Treasurer Bonnie Basham
  - a. 2018 financial overview:

Juliet posted three reports on the forum. Bottom line: we will be ending this year with more revenue than expected with a net revenue of \$15,791. Expenses are up as we are paying for three audits this year. The cash assets on November 30<sup>th</sup> per the Statement of Financial Position were \$284,712.  
The balance in the Endowment Fund on November 30<sup>th</sup> per the Statement of Financial Position \$132,062.

b. Update on 2017 Audit:

It just came in yesterday. Once this is hammered out and done, we will finally be caught up.

Susan: "Bonnie will be keeping on top of this going forward to hire competent auditors."

Bonnie: "We finally have a draft copy. There has been some discussion back and forth about chapter support payments."

Anne Cox: "I will look at it this weekend."

Susan welcomed all to carefully review. She recommended that we [FNPS] do not report value of volunteers' hours in future reports; it causes much confusion.

Discussion of cash accounting followed and this tracked hour value should be kept out of QB system. These are separate from services such as Shirley provides.

Susan said that our picture would be distorted for, e.g., if a big donor looked at our books.

Anne Cox agreed.

3. Executive Director – Juliet Rynear

a. 2019 Budget:

Susan mentioned the updates that have occurred: number from membership dues has increased; chapter support is not right anymore and it is more like \$30,000 (the estimate from last year was \$27,000). Numbers are pretty darned accurate right now but some numbers need to be moved into other accounts (or classes) in QB. Potential additional expenses are highlighted in yellow. E.g., print annual report or some other brochure. So, money is in the budget in case we want to spend it.

For SE Regional Policy Initiative, Juliet said she put in \$5,000.

Torrey project bumped up to \$5,000 from \$2,000 for parity with SE Regional Initiative.

Juliet: "So now we are looking at a deficit of \$59,000. [We are] on track to meet our three year goal. We want a 6 month reserve of operating expenses. We have had well over that so far; that is why Pete recommended we invest some of that [to hire staff]."

Susan "So by 2021 we would be balanced again. These are conservative increases. Look at items 1 – 6 in the President's report: Contract expenses have gone down, but have been replaced by expense of staff. Some additional expenses for staff support, videography (conference videos last year), and printing. We want to do a better job of promoting the organization through video; it is an added tool for getting the message out there."

Gail: "How and where will these be shown?"

Juliet: "Posted online."

Anne: "But they are only effective if we can get them out there."

Shirley suggested that we get beyond Facebook; we need a plan to get these beyond our regular crowd, e.g., public TV or other "friendly" media in order to get the word out to other organizations. We need to extend beyond Facebook and Instagram.

Anne: "NPR stations such as the Ft. Pierce station are always asking for volunteer organization information that they can broadcast. What about National Geographic?"

Susan: "We have really been thinking about having a better development plan going into 2019."

Anne stated that we need to put this on the agenda for February.

Shirley said we have been coordinating with Sierra, for example, so we need more effort in those areas such as Audubon and others to bring membership to FNPS.

Gail mentioned that National Audubon is really promoting native plants.

Juliet: Asked if any questions? None were heard.

**Motion made by Todd Angel to approve the 2019 budget. Grace Howell Seconded. Motion approved by all.**

Susan and Juliet say thank you to Bonnie and all.

- b. Juliet: Says we need to amend language in the policy “Fiscal Management Policy and Procedures”: need to need to remove the word “net” pertaining to the Unrestricted, Temporarily Restricted, and Permanently Restricted and the disbursement of contributions for the Research Grant awards (see pages 7 & 8 on attached policy).

Juliet presented the changes.

Susan says it kind of seems arcane, but we need to change.

Anne asked what the suggested wording is.

Juliet said this needs to be made clear to chapters up front to clarify temporarily restricted accounts for specific purposes such as the ethnobotany grant. This is different from permanently restricted. Juliet suggested we delete that whole line “Where annual donations to the Research Grant awards exceed the amount needed to pay grant award expenses, such surplus is added to the Endowment Fund principal.”

**Motion made by Anne Cox to approve the policy as amended. Todd Angel Seconded. Motion approved.**

- c. TREE Institute Travel Offer

Juliet: “We have done trips with them before; they had some trouble as donations went down and prices went up. Then Devon’s [Higginbotham, Indigo Travel] company replaced Tree Institute for tours last year. However, Devon is not doing trips this year. Tree Institute reorganized and now has presented two trips for our consideration.

Question – Gail: “Did they do the Cuba trips?” Answer: yes.

Shirley: “We can do better and need to.

Juliet: “So, they are giving \$300 [for each FNPS member who attends a trip] and in the past it was \$250.”

Shirley: “We can find trips with better ecology and botany information. They just want us to advertise/promote their stuff. They are a non-profit, but not like FNPS. So they can make megabucks at the expense of their participants. They are not bargain; we can do better.

Gail said she liked the Cuba trip.

Shirley discussed the cost of hotels on that trip with their being a part of the tour would have been less without being part of the tour. She recommended that we do not engage with them.

Anne said we can just put it off and that we can find a different tour group.

All agreed to just not participate with the Tree Institute.

- d. Update on SE Policy Initiative

The contract is more thorough now. The Palm Beach chapter will send the contract and the MOU when they are signed and we will move money to the chapter. Publicity is in the works.

- e. Juliet recommended that going forward all current and future chapters be a part of the GEL if they are not incorporated as 501(c) (3). We currently have 8 chapters that are not in the GEL or 501(c) (3).

Juliet: "One of my concerns is that chapters think they can just accept money tax free. We need to transition all to GEL.

Gail: "How many chapters do we have? I see 17 that are GEL." She said she searched in different ways with the state and only saw a couple.

Juliet said chapters have just misfiled (not used their official chapter names in filing with the State of Florida), so one may not see "FNPS" when doing a search. Juliet said that when she talked to a State employee about correcting FNPS information, the staff person exclaimed "what a mess".

**Motion made by Todd Angel and seconded by Gail Parsons: FNPS requires that, going forward, all current and future chapters be a part of the GEL if they are not incorporated as 501(c)(3) which can accept tax free donations.**

Discussion: Problems that are caused by non GEL chapters.

Gail said that this will also require a change to the bylaws.

Juliet and Susan said they will review this.

**Vote: Motion carries.**

**Postscript - here are the pertinent sections of the FNPS Bylaws:**

**11.023** IRS 501 (c)(3) Charitable Organization: Chapters file for IRS 501(c)(3) status tax exempt status independently or under the Society Group Exemption Letter (GEL). If electing to participate as a subordinate in the Society's GEL, a Chapter must provide the annual documentation to the Society required to maintain its participation in the GEL.

**11.024** Taxes: Each Chapter is responsible for filing returns and paying any taxes due (sales, income, other) in accordance with all local, state, and federal laws and regulations.

- f. Christine Warren: (Item was removed to the January agenda as Christine was sick and not in attendance). Motion was going to be to approve a contract with True Hire to perform criminal background checks on nominees for FNPS Officer positions, with a one-time cost of \$99.

**NEW BUSINESS: Susan had one item to add; agenda was amended to add this note:** Susan has appointed a finance committee which includes: Paul [Schmalzer], Bonnie (as Chair), and Shirley. First, they will be looking at the endowment fund. Also, they will review financial policies. Susan says the treasurer position will encompass VP Finance duties so probably don't really need a VP Finance. Shirley said we need to think about this.

Susan said she asked a number of people and had no takers.

Susan asked if there was anything additional.

Kara noted that she/the CoC are trying to streamline communications. Chapter report templates are being developed – as described in her report – in order to answer questions "what does the board need to know from the chapters and what do chapters need to know from the board?" Kara said she will put together these two templates and asked how to share what they post on the forum.

Susan: "One more thing"; she reminded us of her year-end challenge to the board.

Wendy had one final topic/question: She has a seat at the table for helping revise a local landscape ordinance and wondered how to proceed with recommendations.

Shirley said to look at what is the best that we can get and not what we would wish.

Anne suggested that Wendy get in touch with Winne Said or Susan Lerner as they had dealt with county commissioners so they would have some experience and are good at explaining things.

Wendy said it would be good to have even a few bullets points.

Shirley: suggest that Wendy also ask Karina [Veaudry] for input.

Juliet said Karina is also talking about updating the FNPS Model Landscape Ordinance.

Shirley said that a lot of counties are really in favor of natives, if we phrase it right.

Wendy said it is about more than just a percent of native, it is about such issues as green space and the practice of trees not really being replaced, and there are other components for which we could provide information.

**Anne moved to adjourn the meeting and Bonnie seconded.** Meeting adjourned at approximately 8:10 p.m.