**Friends of the Rouge Board of Directors**

**Meeting Minutes**

**December 14, 2022**

**Virtual Meeting via Zoom**

**MISSION**

To restore, protect, and enhance the Rouge River watershed through stewardship, education, and

collaboration.

**VISION**

We envision a future where a clean and vibrant Rouge River is the center of our community. Individual and community actions protect and improve the health of the Rouge River, assuring that its natural, economic, and recreational value enhance the quality of life in the Rouge River ecosystem.

Directors Present:

Alice Bailey (AB), Laura Wagner (LW), Erma Leaphart (EL), Samra’a W. Luqman (SL), Mike McNulty (MM), Brandy Siedlaczek (BS), Susan Thompson (ST), Carol Snodgrass (CS), Paul Draus (PD), (9 total)

Directors Not Present:

Myra Tetteh (MT), Alicia C. Bradford (ACB), Madelin Maher (MM2) Jessica Eiland Anders (JA) Dave Norwood (DN), (5total)

Staff Members Present: Marie McCormick (MMC), Karen Hannah (KH), Sally Petrella (SP)(3 total)

1. CALL TO ORDER

President Laura Wagner called the meeting to order at 5:10pm. Board member Brandy Siedlaczek agreed to take minutes for the meeting

1. APPROVAL OF AGENDA

Motion to approve agenda by ST, seconded by MM. Motion carried

1. APPROVAL OF BOARD MINUTES

May, June, September, November Meeting minutes have not been completed and were postponed for approval at next board meeting.

1. STAFF PRESENTATION – MONITORING UPDATE (Stonefly Search)

FOTR staff Sally Petrella, Stonefly Search. SP provided an overview of the stonefly program.

1. REPORTS (also refer to reports in Board meeting packet for further information)
	1. Executive Committee:

-PTO schedule adjustment. MMC explained the updated PTO policy. MM made a motion to approve the updated PTO policy, SL seconded the motion. Motion carried.

-Child got into the mailroom at PARC, mail was taken and recovered, situation resolved by locking the door.

* 1. Executive Directors Report: MMC reported

-Brand audit and guidelines project were kicked off. Also, in the process of developing new website which will take 9 months.

-Worked with LGBT Detroit to offer Board and Staff training opportunities.

-Hiring 5 new positions: Landscape Architect, Trails Assistant (possible full – time), 3 part time positions that would be posted next year.

-Wayne County Economic Development Corporation Received funding from American Rescue Plan Act dollars for Phase 2 Rouge Gateway Greenway Project was approve for funding ($5,093,000) and Belanger Park Project ($550,000) and Kessey Field House (administered by the city of Melvindale) and FOTR will act at fiduciary for the two projects. Wayne County asking FOTR to sign a letter agreeing to expending the funding. Contract forthcoming in January. There was a lengthy discussion regarding the motion moving forward.

-MM set forth a motion to support Friends of the Rouge acting as fiduciary for the project to construct the Rouge Gateway Greenway Phase 2. The funds of which will be reimbursed to FOTR from Wayne County Economic Development American Rescue Plan Act funding subject to contact terms to be forthcoming. ST second the motion, motion caried.

--MM set forth a motion to support Friends of the Rouge acting as fiduciary for the project to construct the Belanger Park Trailhead. The funds of which will be reimbursed to FOTR from Wayne County Economic Development American Rescue Plan Act funding subject to contact terms to be forthcoming. BS second the motion, motion caried.

 - End of year party on Dec. 16th, please RSVP.

* 1. Education (REP Committee)
	2. Restoration Committee
	3. Monitoring Committee
	4. Water Trail Committee
	5. Membership Committee
	6. Board Development Committee
		1. Election: MMC and MM announced that the slate of nominees for Board of Directors (Jessica Eiland Anders, Alice Bailey, Madelin Maher, Nick Leonard, and Gerry Van Acker) all elected to three-year terms to serve on the Board of Directors.
	7. Fund Development Committee
		1. AB reported on the year end appeal, over $55K received so far. AB thanked the Board and BOSCH for their contributions to this campaign. AB asked that other Board members consider being the Fund Development Committee Chair next year.
	8. Finance Committee / Treasurer
		1. CS presented the September, October and November Financial Treasurer’s report‐ included in packet‐ CS Discussion of financial reports Motion made by CS to accept September, October and November 2022 financial reports seconded by MM. Motion carried.
		2. 2023 Budget: CS reported that the 2023 budget had some changes due to wages. CS made a motion to approve the 2023 budget, seconded by SL, motion passed.
		3. KH discussed issues they were having with Hantz Financial. Investments were not allocated to funds that were originally approved. KH created an investment policy that establishes specific allocation amounts (policy to be brought to next board meeting). LW requested that Finance committee to research new financial companies and what the specific allocations should look like moving forward.
		4. SM made a motion Resolved that the President, Vice President and the Treasurer of this Corporation, or any one of such officers, he/she and they hereby are fully authorized and empowered to open a brokerage account, transfer, endorse, sell, assign, set over and deliver any and all shares of stock, options, bonds, debentures, notes, evidences of indebtedness or other securities (including short sales) now or hereafter standing in the name of or owned by this Corporation, to purchase stocks, bonds, debentures, notes, evidences of indebtedness and other securities (on margin or otherwise), and to make, execute, and deliver, under the Corporate Seal of this Corporation any and all written instruments necessary or proper to effectuate the authority hereby conferred, as required by Hantz Financial, seconded by CS, motion carried.
	9. Advocacy Committee: No activity to report.
1. NEW BUSINESS
	1. Walk-ins: This is LW last meeting of the Board. She thanked everyone for their support and enjoyed working with the Board and staff. MMC thanked LW for all of her work and leadership as the President of the organization. AB thanked LW as well.
2. REMINDERS
3. ADJOURNMENT: ST made the motion to adjourn, MM seconded the motion, motion carried. Meeting adjourned at 6:26 pm.

Respectfully Submitted by:

Brandy Siedlaczek

FOTR Board Member