

**Friends of the Rouge Board of Directors Meeting Minutes
December 13, 2017
U of M Environmental Interpretive Center
Dearborn, MI 48128**

Directors Present: Mike Darga (MD), Orin Gelderloos (OG), Zachary Lovall (ZL), Dave Norwood (DN), Susan Thompson (ST), Laura Wagner (LW) (6 total)

On Conference call: Alice Bailey (AB), Scot Martin (SM), Anne Naszradi (AN), Brandy Siediaczek (BS), Al VanKerckhove (AVK) (5 total)

Directors Excused: Andrew Hoffman (AH), Emily Lowery (EL), (2 total)

Directors Absent: None (total)

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

Guests: None

1) CALL TO ORDER

President MD called the meeting to order at 5:14pm

2) APPROVAL OF AGENDA

Motion to approve agenda made by ST, seconded by ZL. Motion carried

3) APPROVAL OF BOARD MINUTES

a. November 8, 2017

Motion to approve made by OG, seconded by LW. Motion carried .

4) REPORTS (also refer to reports in Board packet)

a. Executive Committee

The Executive Committee (EC) is scheduled to hold calls on a monthly basis

On the last call last week, employee reviews, merger status, budget, building, and benthics funding were discussed.

b. Executive Director

Refer to report for additional highlights

c. Rouge Education Project (REP)

Refer to report for additional highlights

d. River Restoration/Volunteer Monitoring (PI)

Refer to report for additional highlights

Trying to find funding for benthic program after funding loss

e. Membership Committee

f. Fund Development Committee

No committee tonight due to weather. Encourage continuing Crowdrise funding. Joe Bauer of the Michigan Environmental Council has suggestions regarding major donors and can serve as an advisor

g. Finance Committee/Treasurer

i. October 2017

Motion to approve October 2017 Treasurer's report made by DN, seconded by ST. Motion carried.

ii. Budget -2018

Motion to approve the 2018 budget made by DN, seconded by LW. Motion carried.

iv. Employee benefits (from Executive Committee)

5) NEW BUSINESS

a. Board Retreat Update and follow up

The Retreat was September 21, 2017 at the Howell Nature Center

i. Core Values

Drafts of the core values the board worked on last meeting were distributed
Motion to approve core values made by DN, seconded by ST. Motion carried.

ii. Vision Statement

Vision statement discussed.

Motion to approve the vision statement #2 (refer to vision statements in the board packet) made by ST, seconded by DN. Motion carried.

iii. Mission Statement

Mission statement discussed.

Motion to adopt Mission Statement #2, with Oxford commas (refer to mission statements in packet) made by LW, seconded by OG. Motion carried.

v. Board Member Elections

1. Confirm candidates

Candidates are: Mike McNulty, John Kelly, Andrew Hoffman, and Susan Thompson. There are some people interested but have not formally committed.

2. Nominations

Motion to accept the board candidates made by LW, seconded by DN. Motion carried

b. FOTR-ARC Merger Update

Received correspondence from the ARC stating that there is no more formal action on integrating FOTR and ARC. Motion to draft a resolution to discontinue merger discussions made by OG, seconded by ST. Motion carried. MMC and MD will draft a letter to the ARC detailing the resolution.

c. FOTR Policy Manual

i. Finance committee recommends adoption of Procurement Policy. Motion to adopt Procurement Policy made by DN, seconded by LW. Motion carried.

ii. Policy approval reducing number of board meetings

Reduction of board meetings from 10 to 7 is motion is adopted. Motion to adopt reduction of board meeting policy made by LW, seconded by DN. Motion carried.

The 2018 FOTR board meeting schedule is as follows:

January 10, 2018

March 14, 2018

May 9, 2018

June 13, 2018

September 12, 2018

November 14, 2018

December 12, 2018

d. Office Lease/Relocation

The PARC space most positive and responsive, with room to grow and collaborate with other nonprofits onsite. Current lease was extended through May 28, 2018. The build out costs and the space design would need to be determined. It is possible to begin renovations of the PARC space as early as February 2018.

Motion to allow MMC to make arrangements with PARC made by DN, seconded by LW. Motion carried.

e. Crowdrise Campaign (Newman's Own Charity Challenge)

This will be combined with year-end appeal

i. Sign up

Board members are encouraged to sign up and encourage others to commit to donate \$250

ii. Photos

f. Additional items from the floor

g. Sign Thank You notes

h. Address Holiday Cards

6) ADJOURNMENT

Motion to adjourn made by DM, seconded by ST. Motion carried. Meeting adjourned at 6:14pm

Respectfully Submitted by:

Susan Thompson FOTR Secretary