

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

1. CALL TO ORDER

President, Jessica Eiland-Anders, called the meeting to order at 5:08 PM.

2. ROLL CALL

a. Directors Present:

Jessica Eiland Anders (JEA), Alice Bailey (AB), Samraa Luqman (SL), Dave Norwood (DN), Brandy Siedlaczek (BS), Carol Snodgrass (CS), Susan Thompson (ST), Myra Tetteh (MT), Gerry VanAcker (GVA) (9 total)

b. Directors Not Present:

Paul Draus (PD), Erma Leaphart (EL), Madelin Maher (MM), Mike McNulty (MMN), Jeremiah Steen (JS) (5 total)

c. Staff Members Present:

Allison Eder (AE), Ashley Flintoff (AF), Karen Hanna (KH), Sally Petrella (SP), Cyndi Ross (CR), Eriza Zador (EZ)

d. Guests Present:

Chester Marvin (CM)

3. APPROVAL OF AGENDA

a. Agenda was moved (SL/BS) and approved.

4. APPROVAL OF BOARD MINUTES

a. The September 11, 2024 Board Meeting Minutes were moved (SL/GVA) and approved.

5. BOARD COMMITTEE REPORTS - Voting

a. Finance Committee CS Reported

i. JEA asked about the source of the Foundation Support listed on the August 2024 report. KH reported that this was from Ralph C Wilson Foundation.

ii. JEA asked about the Alliant Insurance Policy being higher than budgeted. KH reported that this was due to a change in categories for Restoration Staff. This is due to the level of risk of a field position versus an office position.

iii. August and September Financial Reports, including the Treasurer Report and Supporting Documents, were moved (DN/SL) and approved.

b. Finance Committee Presentation: KH Reported

i. Audit Materials

1. KH provided an overview of the audit materials.

2. The materials contain: the Independent Auditor's Report, Statement of Financial Position, Statement of Activities and

Changes in Net Assets, Statement of Functional Expenses, Statement of Cash Flows, and Notes to the Financial Statements.

3. Notes to the Financial Statements includes: nature of Activities, Summary of Significant Accounting Policies, Concentration of Credit Risk, Contingencies, Leases, Investments, Fair Value Measurements, Retirement Plan, Liquidity and Availability of Financial Assets, Restrictions on Net Assets, Grants Receivable, Conditional Grants Receivable, and Prior Period Adjustment.
 4. JEA asked if anything came from the finance committee meeting discussion on Monday about the audit. KH reported that there was an issue with miscommunication with the auditors, but it has been resolved with the auditors.
 5. AF reported that there were a few things FOTR needed the auditors to clarify. There was a communication with how we track data and how the auditors receive data, but that has been resolved.
- ii. 990 Form
1. This 990 is filed every year. This form requests information about an organization's operations, management, revenue, and expenses. This is necessary for our tax exempt status to continue.
 2. Page 1 is a high level overview of our revenue, expenses, assets, and liabilities.
 3. KH made note that expenses are broken down into: program services, management and general, and fundraising. Program services are 74% of our total expenses. Nonprofits generally want this number to be between 70-80%.
 4. Part 1 asks for a description of our mission and significant activities.
 5. Schedule A determines if we are a public charity or private foundation based on the types of revenues streams and the amounts received from certain parties.
 6. Schedule B is a confidential list of contributors who contributed over \$24,700 in revenue this year.
 7. Schedule C reports our lobbying activities. Lobbying activities are those that intend to influence state or local legislation, including direct lobbying or grassroots lobbying. Grassroots lobbying is attempting to influence legislation by influencing the general public.

8. Schedule D reports out our endowment funds. It holds our leasehold improvements, our rights to use our assets, and our lease liabilities.
9. Schedule G outlines our fundraising activities.
10. Schedule O is where the remaining supplemental information and details are held.
11. KH also called attention to the required policies and compliance section listed in Part A on pages 3-6.
12. CS signs the return as the Treasurer.
13. CS asked if the auditor was going to present to the board. It is not currently scheduled, but can be scheduled for a future board meeting.
14. CS gave a shout out to KH for all of her work on this audit, including all the back and forth involved with the auditors.
15. There is still a plan to change auditors for best practices. There is a current discussion if there will be an RFP or if we will be targeting certain firms. ST suggested reaching out to sister watershed organizations and partner non profits for firm recommendations.

6. STAFF PRESENTATION –Erica Zador, Landscape Architect - [Sacred Grounds Rain Garden Installation at Grace in Action](#)

7. BOARD COMMITTEE REPORTS/STAFF REPORTS

a. Executive Director AF Reported

i. Some recent grant wins:

1. Wayne County Commission General Funds Special Projects awarded FOTR with \$ 4,591,353 to support construction of the Rouge Gateway Greenway Phase II.
2. Ducks Unlimited Wetlands Conservation Program (Funded by ARPA) awarded FOTR with \$518,089 to work with Wayne County Conservation District, Michigan Land Conservancy, and the Holliday Nature Preserve Association to purchase 10.45 acres of forested wetland habitat in the City of Westland, adjacent to the William P. Holliday Forest & Wildlife Preserve. This property is currently owned by Livonia Public Schools.
3. National Wildlife Federation was awarded \$690,000 to continue the Sacred Grounds program in Detroit, Hamtramck, and Highland Park over the next 3 years. FOTR and Sierra Club are subaward partners with NWF for this grant
4. DTE Foundation awarded FOTR with \$15,000 in unrestricted, general operating funds from the DTE Foundation

5. City of Dearborn awarded FOTR with a \$666,920 contract with the City of Dearborn to construct and maintain five large rain gardens on vacant municipal lots within the city.. It will include a Master Rain Gardener course for three years. StormWater Specialist Course that will include their employees to help maintain the green infrastructure that they will be installing.
 6. Detroit Zoological Society Foundation awarded FOTR with \$5,000 for the Frog and Toad program.
 7. Mercedes Benz Financial Services agreed to again give FOTR \$60,000. \$10,000 of this fund will be used for the Stonefly program. The remaining \$50,000 will help cover strategic planning and the planning for how we are going to revitalize the education program
- ii. Erb Family Foundation has announced a 10 year spenddown. They unveiled a new brand, website, and strategic priorities. Great Lakes remains one of the Foundation's key strategic priorities, although they are expanding to include the entirety of the Great Lakes basin.
 - iii. Funding has been awarded for both Rouge Gateway Greenway Phase II and Fort St. Bridge Park Phase II. We are waiting for the City of Detroit to determine the mechanism to distribute funds for the Fort St. Bridge Park Phase II project
 - iv. Interviews were conducted with two shortlisted firms for the Owner's Representative RFP to assist with these two projects. Firms interviewed were Veridus and Mark Allan and Associates. We hope to make a final selection in the next two weeks.
 - v. FOTR will be participating in the Plymouth Walk of Trees. Our decorated tree will be up from the end of November to early January. If you are interested in participating, please contact AF.
 - vi. Thank you to the 8 folks who have completed the Board Assessment Survey. Please fill out this survey so we can report the results in the December meeting.
 - vii. FOTR is working with Together Together to create a list of stakeholders and get a schedule to start the strategic plan in January. Together Together will be conducting an on-site visit in early to mid-February. They will want to meet with all board members in person. Please let Ashley know if you have any known conflicts during early February that we should plan around.
 - viii. Karen and Stan are working on assessing current technology hardware in order to develop a refresh process for FOTR.

- ix. We are happy to welcome Susan Shell as Restoration Assistant and Vishnu Kusam as Landscape Designer to the Restoration Team.
 - x. GVA asked about the maintenance for the Ducks Unlimited Wetlands Conservation Program land in Westland. We are currently working on an agreement between the 4 entities. Holliday Nature Preserve Association will take on most of stewardship for this project, including looking for invasives and removing trash. The agreement will also cover how decisions will be made and how any potential costs will be considered. Nick Leonard is helping to look over this agreement
 - xi. Our holiday party, Toast the New Year with Friends, will be held on January 10.
 - xii. There is currently no update on Bonnie Brook at this time.
- b. Fund Development Committee** JEA Reported
- i. We are asking that Board Members join in making a year end gift to FOTR.
 - ii. Your gift will be used as a match on Giving Tuesday on December 3rd. Our donors love a match.
 - iii. Year end giving is the most important fundraising time of the year and Giving Tuesday is the largest single day of giving in the year for FOTR.
 - iv. In 2023, we raised \$26,000 on Giving Tuesday.
 - v. You can donate on the website or you can email Lara if you would like to make a pledge before giving.
 - vi. This year FOTR received a \$10,000 match from Bosch for Giving Tuesday. The gift from the board will be used as a triple match.
- c. Board Development Committee** AF Reported
- i. There are five directors up for re-election at the end of 2024: DN, PD, SL, EL, and BS. All 5 are eligible for one more 3 year term.
 - ii. Voting is now open for members and will close 5 pm on December 11th right before the December board meeting.
 - iii. Results will be announced at the December board meeting.
 - iv. NL has decided to step down from the board. Therefore there is an open seat. The current strategy is to wait to fill that role at the end of next year so they can serve a full 3 year term, unless a strong candidate is found before that time.
 - v. A survey was sent out to board members to assess current structure, roles, committee structures, and skill sets/talents. This board assessment survey will help to figure out where gaps may be on the board and help identify candidates that will benefit the organization.
- d. Report Out Only-** See Board Materials
- i. Education Program Report
 - ii. Fund Development Program Report
 - iii. Grants and Funding Report

- iv. Monitoring Committee/Monitoring Program Report
- v. PR/Marketing/Media Board Committee Reports
- vi. Restoration Program Report
- vii. Water Trail Leadership Committee/Water Trail Program Report

8. NEW BUSINESS

- a. Changes to Board Committee Structure AF Reported
 - i. According to Board by-laws, FOTR is required to have four standing committees: Executive Committee, Finance Committee, Membership Committee, Fund Development Committee.
 - ii. We have a number of other committees, but not all are actively meeting.
 - iii. AF suggested changing the structure of certain committees to being Ad-hoc, having a certain start date and potential end dates with a directive or charge.
 - iv. SP shared about how beneficial the monitoring committee has been. It is currently being run by the monitoring program.
 - v. SP also mentioned that the Water Trail Leadership Committee may be included as a requirement in a memorandum of understanding signed with the 11 communities that serve on it.
 - vi. ST asked about the requirements in the by-laws for board members to be active on a board committee. If we change the classification of a committee, this requirement may need to be reconsidered.
 - vii. AF suggested that it would be worth considering other activities that aren't a dedicated committee that could count towards a board member's involvement.
 - viii. The goal is to make it easier and more effective for board members to be involved in ways that align with your interests so FOTR can benefit from your super powers.
 - ix. This will be further discussed in Executive Committee.
 - x. This will also be considered as part of the FOTR strategic plan.

9. REMINDERS

- a. Upcoming Board Meetings:
 - i. December 11, 2024, 5 - 6:30 PM
- b. Upcoming Organizational Events:
 - i. Ongoing thru end of 2024 - Annual Appeal
 - ii. November 11 - December 11, 2024 - Board of Director Voting
 - iii. End of November - early January - Plymouth Walk of Trees
 - iv. December 3, 2024 - Giving Tuesday
 - v. January 10, 2025 - Toast the New Year with Friends (year-end/beginning celebration)

10. ADJOURNMENT: ST/DN motion to adjourn moved and approved. Meeting adjourned at 6:31 pm.