

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 5:03 pm.

2. ROLL CALL**a. Directors Present:**

Jessica Eiland Anders (JEA), Alice Bailey (AB), Paul Draus (PD), Erma Leaphart (EL), Mike McNulty (MM), Dave Norwood (DN), Brandy Siedlaczek (BS), Carol Snodgrass (CS), Myra Tetteh (MT), Susan Thompson (ST), Gerry VanAcker (GVA) (11 Total)

b. Directors Not Present:

Samra'a Luqman (SL) (1 total)

c. Staff Members Present:

Sam Davis (SD), Allison Eder (AE), Ashley Flintoff (AF), May Gully (MG), Karen Hanna (KH), Herman Jenkins (HJ), Vishnu Kusam (VK)

d. Guests Present:

Ryan Babiak (RB)

3. APPROVAL OF AGENDA

a. Agenda was moved (ST/DN) and approved.

4. APPROVAL OF BOARD MINUTES

a. The September 10, 2025 Board Meeting Minutes were moved (BS/ST) and approved.

5. ITEMS FOR VOTING

a. No Items for Vote

6. ITEMS FOR DISCUSSION**a. Trails Program Presentation** HJ Reported

i. [Trails Program Update](#)

b. Audit Review and Questions RB reported

i. RB from Maner Costerisan presented audit materials by walking the board through the financial statements. RB briefly reviewed the audit process and what was examined in this process.

ii. Final Audit Material is available at this link:

<https://therouge.org/wp-content/uploads/2025/12/Friends-of-the-Rouge-2024-Audit-Final.pdf>

iii. JEA, AF, and KH thanked RB for their work this year.

iv. GVA asked about the possibility of auditing operations for the organization as FOTR continues to grow. RB confirmed this is looked at as part of the audit, but their company does provide this service if that is of interest to FOTR in the future.

c. Board Elections MM Reported

- i. There are three board members with terms ending this year. JEA and GVA have both agreed to stay on for another 3 year term. AB will term out this year. Thank you to Alice for all your work with FOTR!
- ii. With Nick's resignation in 2024 and Madeline and Jeremiah leaving the board this year, there are 4 open seats on the FOTR board.
- iii. Two possible candidates have been identified so far. One candidate has recused himself due to possible conflict of interest. The other candidate will have an introductory meeting with Ashley and a few board members to learn more about this opportunity.
- iv. Elections will be moved from December to January to allow for more time to find potential candidates. The slate will need to be set by the next board meeting to allow time for FOTR members to vote by the January board meeting.

b. 2026 Board Meetings AF Reported

- i. Proposed schedule for 2026 Board Meetings:
 1. January 14, 2026 [Virtual]
 2. March 11, 2026 [Virtual]
 3. May 13, 2026 [In Person]
 4. June 10, 2026 [Virtual]
 5. September 9, 2026 [Virtual]
 6. November 11, 2026 [In Person]
 7. December 9, 2026 [Virtual]
- ii. There was a brief discussion about the timing of the board meetings in 2026.

c. 40th Anniversary Events AF Reported

- i. Upcoming events for the 40th anniversary include:
 1. FOTR/Fair Lane Speaker Series will be held quarterly with events in January, April, July, and October. Dates and Topics will be announced shortly.
 2. Science on Screen at the Penn theatre in March.
 3. Celebrate with Friends & Annual Meeting in June.
 4. Heart of the Rouge: Ruby Anniversary Celebration in August. FOTR has engaged an event planning consultant to help with this event.
 5. Haunted Paddle and Fall Friends Fest in October
 6. Stonefly Society reception (Date TBD)

d. Executive Director Report - AF Reported

- i. Giving Tuesday is December 2nd. Our goal this year is to reach \$40,000 to replace our Van. We have already received a \$10,00 match from Bosch and \$600 match from Laraine Deutsch. Thank you to the board members who have already pledged an amount for Giving Tuesday. Please reach out to Nicole if you have any questions.
- ii. On December 3 and 4, the team will be calling donors to thank them for their donation on Giving Tuesday. If you are available to help with thank you calls, please let Nicole know.
- iii. Strategic Plan Update
 1. The plan is complete. We are in the implementation planning.

2. There is internal work with the staff to focus on the ways of working, ways of communication, and decision making.
3. For the fundraising piece of the strategic plan, FOTR is working on getting a Development Director hired.

e. Finance Committee CS and KH reported

- i. August and September Financials Reports were reviewed and discussed.
- ii. The August finance reports were done before the board had discussed making changes to the board reports. There had been some questions about the restricted net assets and when they would be released. That information is now listed at the bottom of the Budget to Actual report for September. KH explained this process and how the report reflects this information. CS confirmed that this was helpful to see it listed this way.
- iii. KH explained the adjustment made to the budget line item for government grants. KH also explained any notable variances in the budget to actual report including: fees for services, salaries and benefits (due to positions not being filled), contractor expenses (hiring for development director), restoration expenses and trails expenses.
- iv. CS asked about the process for the revised budget numbers and budget adjustments. This process was discussed. KH will send this information to the finance committee. The budget adjustments will then be sent to the board for vote via email
- v. A final version of the audit will also be sent to the board for voting.

7. BOARD COMMITTEE/STAFF REPORTS - Report out only

- a. See Board Materials for updates on the: Advocacy Committee, Board Development Committee, Executive Committee, Fund Development Program, Grants and Funding Report, Monitoring Program/Committee, PR/Marketing/Media Board Committee Reports, Water Trail Leadership Program/Committee

8. NEW BUSINESS

- a. None to Report

9. REMINDERS

a. Upcoming Board Meetings:

- i. December 10, 2025, 5 - 6:30 PM **[Virtual]**

b. Upcoming Organizational Events:

- i. Ongoing through end of 2025 - Annual Appeal
- ii. December 2, 2025 - Giving Tuesday
- iii. December 14, 2025 - January 14, 2025 - Board of Director voting
- iv. January (date TBD) - Toast the New Year with Friends (year-end/beginning celebration)
- v. January 24, 2025 - Stonefly Search

10. ADJOURNMENT Motion to adjourn moved (DN/MT) and approved. Meeting adjourned at 6:31 pm.