

Trout Unlimited Board of Trustees (BOT) Meeting

October 6, 2019

Rogers, AR

Summary of Notes by NLC Officers

Call to Order: 8:00 AM (CT)

Motion: Motion made to nominate Patsy Ishiyama as board secretary replacing Nancy Mackinnon whose term expired. Second and with no further discussion, the motion was approved. Follow-up motion made requesting to approve Patsy's term effective immediately; Second and with no further discussion, the motion was approved.

1. Approval of Minutes:

BOT Chair Bernard Bailey opened discussions with regard to the topic of nominating a youth member to the board at the June, 2019 BOT Meeting. Previous minutes suggested a vote took place however there was no confirmation on this decision. Bernard requested a motion to adjust the minutes to reflect that discussion occurred, but no conclusive action was taken and that the issue was sent back to nominating for review. Motion made and second, and with no further discussion, the motion was approved. The minutes from June 11, 2019 were approved with the above change reflected.

2. Committee Reports

Audit: (Howard Kern)

Reported that the audit had taken place and there were no findings. Howard suggested the staff and committee should consider putting our current audit firm out to bid. He also reported that TU's 990s are being processed now and will be sent when completed. Skip Dunn will be replacing Howard as chair after this meeting.

Compensation: No report.

Risk Management: (Henry Koltz)

Henry provided an update on real estate and asked Bernard to request a motion for board approval of the following resolution:

TU currently owns property in Washington State, known as the "Barkley Property," as part of an ongoing fish passage project. By agreement, upon completion of the project, TU was to transfer or sell the property to another entity acceptable to its partner the Priest Rapids Coordinating Committee Habitat Subcommittee. That transfer was originally intended to occur by the start of 2019. Due to the project's timeline, which is not yet complete, the property has not yet been disposed of to another entity. Be it resolved that TU shall allow until the end of 2020 to dispose of the property.

Bernard requested a motion to approve the resolution. Motion was made and second, after further discussion, the motion passed. Henry then provided an update on revoked chapters, items related to the new fiscal year, current litigation, and various agreements and policies.

Budget & Finance: (Bernard Bailey, served as the acting committee chair)

Bernard delivered the B&F report in Scott Blackley's absence. The committee reviewed the financial reports for the organization through the first four months. There were three areas with high variances that Matt's team will research. TU's financial advisor has moved to another firm. Matt is working with Greg McCrickard to assess another advisor within UBS.

Marketing & Communications: (Al Perkinson)

Al reported on Kirk Deeter's presentation, which provided an update on content creation efforts. There was a discussion during the committee meeting regarding opportunities that need to be addressed, such as content distribution, marketing to millennials / non-anglers and brand and merchandising strategies. The committee identified analytics as a top priority/need.

Organizational Development: (Jeff Witten)

Jeff informed the board that the committee had a new charter for board approval. Bernard then requested a motion to approve a new charter for the 305 - Downeast Maine Chapter. Motion made, second and after brief discussion, the motion was passed. Jeff then reported that the committee reviewed a letter from a member in Pennsylvania requesting four changes to the bylaws. Discussions / deliberation concluded that all changes were not warranted. Legal was requested to respond. The committee also discussed strategies for addressing the demographic issues surrounding membership growth.

Development: (Rob Oden)

Rob reported that the committee discussed campaign readiness and the need for full board commitment in this effort. He then asked Tom Jones to describe a recent Trout Unlimited event in Colorado that he attended and share ideas with the BOT. It was also shared that the committee is committed to finding diverse candidates for future BOT positions.

Nominating: (Terry Hyman)

Terry provided an update on the committee's newly elected trustees and the at-large trustee candidates that are being considered for the current class. Suggested changes be made to the criteria for future trustee selection. Criteria to be circulated to the BOT for comment.

Executive: (Bernard Bailey)

Bernard discussed the COO search. Also discussed overall purpose of the Executive Committee (ExCom) and ways at make all committees more effective including clarity on committee structures and transparency. The ExCom will continue to review areas of improvements and make suggested to the BOT.

3. Presentations:

NLC: Chair, Jim Walker, provided a review of the findings from interviews conducted by him and Rich Thomas with each of the state NLC representatives and council chairs.

Climate Change: Brian Wagner and Jeff Witten presented on the work of the Climate Change Workgroup. VP of Government Affairs, Steve Moyer, provided an overview of the Public Lands Renewable Energy Development Act.

Other Business:

- No new business.

Adjourn: 12:10 AM (PT)

Respectfully submitted by,

Richard Thomas

National Leadership Council, Secretary