

**SAS Board Minutes**  
**Feb. 26, 2019**  
**338 Hawthorne Ave. NE**

**Present:** Ray Temple, Tim Johnson, Michael Babbitt, Carolyn Homan, Lowell Spring, Judy Brunkal, Doug Spencer, Maureen Leong-Kee, Laurie Buswell, administrator (Doug and Maureen joined via speaker phone because of snow.)

**Call to Order:** Ray called the meeting to order at 6 p.m.

**Previous month's minutes** – Lowell moved that the minutes be approved as submitted; Rim seconded. Motion carried.

**Review of Action Items** – 1. Tim re: revision of SAS bylaws. It's on tonight's agenda. 2. Tim: Analyze fiscal consequences of some education class charge options – also on tonight's agenda, as well as 3. Lowell to devise simplified scholarship request form for teachers 4. Tim and Laurie re: protocol around scholarships to eventual draw-down of the CLEAR grant and 5. Ray to finalize CLEAR grant, which will depend on actions taken tonight. 6. Maureen sent list of volunteer names to Michael re: Yard/Garden show sign-ups.

**Discussion topics –**

**Yard/Garden update, Michael** – He said Mary Ritter is working on volunteer sign-ups. There still are numerous openings. Mary said phone calls may need to be made to secure sufficient volunteers. **\*Action item: Michael to get current list of volunteer openings and share with the Board via email.**

The issue of training sessions for volunteers was in question; Michael said nothing has been planned. He said plans for materials for the show are in good shape (books, nest boxes, etc.) He is using a book supplier that is also used by the Friends group. (Common Ground, a distributor in North Carolina.)

**Nature Center update, Ray** – Ray said Graham took notes at the morning's DMT call and Ray will share them as soon as possible. He said the remaining uncertainty re: the Nature Center is the well. Final approval hasn't been received yet. Once that's in, water quality can be tested. Once standards are met, final payment can be made and the facility can be transferred to the Service.

Doug said there is a meeting March 11 of the Interpretive Committee at the SAS office to discuss plans for the Overlook. Planning will also need to get underway for the Center's dedication in the fall. Ray said he's still working on setting up a walk-through for Georgia Marshall. He still needs costs for the Dave Marshall classroom ahead of that meeting. The Board's walk-through is set for 10 a.m. Friday, March 1.

**Nature Center Committee scope/function, Michael** – He is working on a vision for a revised DMT that would become a “coordinating” group to oversee operations of the Nature Center. This group should include an SAS Board member as chair (Michael has volunteered); a member of the SAS education committee, the SAS conservation committee and a member of the SAS field trip committee; a representative from the Friends, the Nature Center Education/Interpretive committee that Samantha Bartling organizes, and the Fish and Wildlife Service. Other groups may need to be included. He shared a “vision” document and said he would email this to Doug and Maureen. He asked for Board input.

The official Memorandum of Understanding between SAS, the Service and the Friends outlines many overarching issues surrounding future operations, but many “everyday use” decisions still need to be made. A Facilities Use Agreement will be signed by the partners that will lay out a formal, more detailed framework for future operations.

Ray said SAS needs a committee to decide what this should look like and what SAS's interests are before any joint committee starts work. Michael said he would like to flesh out a proposed way forward and share it for Board reaction. **\*Action item: Ray to send the Facilities Use Agreement to the Board. He noted it is a work in progress.**

Ray said this should be a Board conversation at every meeting and needs to include Board transition (the Board presidency.) The Board should talk about the Facilities Use Agreement at the next meeting, as well as the “new” DMT.

## **Fiscal Report**

**Budget Review** – Tim emailed the Treasurer's Report and the proposed Budget to the Board. The budget shows \$39,777 in income, basically from programs, memberships and fundraising, and \$46,609 in expenses, which is up about \$4,000. He based projections on five years of trends, as well as known expected increases in rent, bookkeeping, etc. He said \$6,832 will have to be drawn out of savings to balance. That is 2% of the interest income, well within the 4% cap we need to maintain to preserve a stable investment horizon. Tim moved approval of the budget proposal. Lowell seconded. Motion carried.

**Funding traveling education program classes** – The Board discussed not charging for traveling education classes. It's about \$400 to \$500 in scholarships, but that's funding SAS would have to raise without the MSWCD grant to cover. The better outcome is to streamline accounting of needed scholarships to avoid charging and then forgiving the charge as is done now. Ray said he needs information on number of classes, schools served, etc., in order to renew the CLEAR grant.

Judy noted the need for everyone who gives classes to keep better records or number of students served, scholarship or not. And presenters need to make sure the information they turn in is accurate. It was agreed that the Board endorses making reporting as simple as possible while maintaining accuracy, which is a presenter obligation. The Board also encouraged an Education committee meeting to clarify this.

**Scholarship application form** – **\*Action item: Lowell to do some more work to the revise and simplify the form used by teachers.** He also shared a revised Education section for posting to the website.

**Private field trips as a fundraising option, Tim** – Tim had emailed a proposal to offer private field trips, for which there would be a fee. He plans to launch this in the May Kestrel.

**Revision of SAS bylaws** – Tim had emailed proposed revisions to Articles VII and X. Article VII covers the President's authority to cancel a monthly meeting if it is deemed there's no pressing matter. Also Oregon statute states that email can be used to make board decisions as long as there is agreement among all of the organization's directors. This must be unanimous and has to be shown by a written statement signed by all Board members. Any email decision is not effective until all Board members have signed the statement of unanimity.

Article X refers to Commitments: *The Society shall not enter into any commitments binding on the National Society without written authorization from the latter.* It was agreed to eliminate this Article.

Removal of directors also is an issue, which is addressed in Article IV, A1: *Any Board member may be removed by a majority vote of the Board.* It was agreed that since directors are voted on by SAS members, only members can remove them.

**\*Action item: Tim will revise the bylaws and bring them back to the Board next month.**

Tim noted that we need a business meeting, for election of new officers and Board members. Since we no longer have Chapter meetings, he asked Eugenia if Birder's Nite could be used and she agreed. This will take place in May. **\*Action item: Laurie to sort out which Board members need to be re-elected at this meeting.**

**Adjourn:** Meeting adjourned at 8 p.m. **Next Board meeting:** March 26, 6 p.m., at 338 Hawthorne NE.