



FRIENDS OF TUALATIN RIVER NATIONAL WILDLIFE REFUGE COMPLEX

October 27, 2020 Board Meeting Minutes

The meeting was held via Zoom.

Present: Bonnie Anderson, Dawn Carovano, Alan Christensen, Cheryl Hart, Tom Hartz, Phyllis Millan, Sharon Miller, Louie Olivares, Keith Palevsky, Willem Stoeller, Irene Vlach.

Excused: Keith Mays, Michelle Miller, Tom Stibolt.

Staff: Larry Klimek

We have a quorum (8 directors required).

I. Call to Order – Roll call (6:05pm)

II. Approval of Agenda

Motion to approve the agenda:

1. Irene
2. Willem

Passed.

III. Consent Agenda

A. Approval of August Meeting Minutes

Motion to approve the August meeting minutes as amended:

1. Willem
2. Dawn

Abstention: Keith

Passed.

B. Financial Reports

Reports were submitted electronically.

C. Visitor Services Report
Report was submitted electronically.

D. Photo Society Report
Report was submitted electronically.

E. Restoration Report
Report was submitted electronically.

F. Membership Committee Report
No report.

G. Any additions / supplements to reports

Motion to approve the Consent Agenda and the reports:

1. Tom
2. Willem

Passed.

IV. Business

1. Refuge topics: OIG Audit, Master Agreement, Wapato, Store: Larry

The Audit of the Office of the Inspector General (OIG) was recently released. It was a national audit of the Friends groups, although we were one of the groups that the auditors visited for an in-depth conversation. The auditors' findings were that the Friends groups play important roles in their support of the respective Refuges and hatcheries. No wrong doing was found by any of the Friends organizations.

However, the auditors' report points to a systematic weakness of the USFW Service's (the Service) oversight of the Friends groups. As a result, we will be required to modify our partnership agreement. We can continue to work under the current agreement until it expires in March. The new agreement will have to adopt the language that was approved by the Service after the current agreement was signed. In addition, sometime next year, it is anticipated that the Partnership Agreements will change nationwide based upon the findings of the OIG audit. This will result in implementing another agreement.

Larry asked us to affirm that we were granted 501 (c)(3) status by the IRS – Bonnie did so.

Chelsea McKinney (National Friends Groups Coordinator) will be at our November board meeting. Meanwhile we have to identify the issues we want to discuss with her.

The key issues with the new template are:

1. As a 501 (c)(3) by IRS rules, we are allowed a limited amount of lobbying;
2. Under Oregon law as well as per our Articles of Incorporation and our bylaws, if the organization were to dissolve, any remaining funds would be transferred to the 501 (c)(3) organization of our choice, rather than to the Service.

Bonnie will send the current Agreement to all board members. She already emailed the template agreement that we will be required to sign at the end of February. All board members must familiarize themselves with these documents. Michelle and Louie will take the lead in comparing the documents.

The consequences for refusing to sign the new Agreement would be important: we would not be allowed to operate the store, we could not send delegates to the national conference, we would not be eligible for mentoring, nor could we have office space in a federal building or receive USFWS grants. We also would have difficulties obtaining insurance.

Wapato Lake NWR: 400 applications were received for the waterfowl hunt which is scheduled to start on December 15. Both bridges and the trail are completed. The pump house will be done at the end of November. The opening to the general public will take place sometime in December, or in January.

Larry is working on getting authorization for curbside pickup of sold store items on the Refuge.

2. Friends Update: Personnel, Funding, Grant/Contract Status: Bonnie

The funding for Jenna is running out at the end of October. Going forward Carly will be our only staff, working both on Visitor Services and restoration. Eventually she will transition to working exclusively on restoration.

Sterling Ash was hired for the position of USFWS Administrative Assistant. Sarah Williams Brown and Sarah Gray are now working for the Urban program.

Washington County Visitors Association grant: the paperwork for the reimbursement of our expenses covered by the grant has been submitted (\$29,729.59).

We need to secure operating funds.

3. Adding "Complex" to Friends Business: Willem

Willem set up the DBA (our legal name with "Complex" added to it) with the State of Oregon. Bonnie and Tom S. are working on changing the name on the website. Willem will work on the bank documents which will need new signatures.

The following Board members will have access to the accounts listed below:

Operational Account Remove Tom Hartz

Michelle Miller
Alan Christensen
Louie Olivares
Willem Stoeller

Store Account No changes

Cheryl Hart
Willem Stoeller
Sharon Miller

Digital Account Remove Cheryl Hart

Willem Stoeller
Bonnie Anderson

Savings Account Remove Keith Mays and Cheryl Hart

Willem Stoeller
Michelle Miller
Louie Olivares
Alan Christensen

Bonnie noted that changing the logo and the stationary will be expensive.

4. Proposal to Change Day of Board Meetings: Alan

Going forward, the monthly board meeting will take place on the 4th Monday of the month, at 6:30pm. The Executive Committee meeting will take place one week prior to the board meeting, i.e. on the 3rd Monday of the month.

5. Vote on Slate of Candidates for FY 21: Alan

Officers:

Michelle Miller: president
Alan Christensen: past president
Louie Olivares: president elect
Willem Stoeller: treasurer
Irene Vlach: secretary

Motion to approve the slate:

1. Cheryl
 2. Dawn
- Passed.

6. Ad Hoc Committee “Communities of Color”: Irene

Irene, Willem and Louie formed a new committee for the purpose of reaching out to underserved communities and people of color. The idea is to reach the communities through kids and their families. We are planning on having kids involved in a photography project, taking pictures of nature in their own neighborhoods, connecting them with members of the Photo Society for mentoring, have a contest and a celebration with the families. We are aware that this plan might be changed substantially as we build relationships with organizations working with our target populations.

Anybody interested in joining the committee is welcome.

7. Other topics: Phyllis

Given that Michelle Scholtz resigned from the board, Phyllis is rethinking the role of the marketing committee. Tom suggested we wait until we have the new agreement before we develop specific strategies.

V. Announcements

Bonnie needs help in generating content for the newsletter.

Bonnie brought to our attention the Community Asset Fund, part of the Urban Program: \$25,000 are available for the 3 local urban Friends groups. We are in line for first consideration for our work with the Greenway elementary school.

Cheryl thanked Alan in the name of the whole board for his leadership during a very difficult year, and welcomed Louie as President-elect.

VI. Adjourn (8: 25pm)

Motion to adjourn:

1. Willem
2. Cheryl

Discussion: Bonnie reminded us that the Governance committee needs to set a date for a meeting.

Passed.