

**Inland Northwest Land Conservancy
Board of Directors' Meeting Minutes
May 22, 2017**

Board present: Michelle Anderson, Michael Currin, Carl Griffin, Rob Lindsay, Rod Price, and Yvonne Smith

Board absent: Todd Beyreuther, Tom Bradley, Jake Williamson,

Staff present: Chris DeForest, Vicki Egesdal, Kim Reasoner and Jolene Uddman

Guest: Shelli Bischoff of Conservation Impact by phone

The board went into executive session prior to the start of the board meeting.

Mr. Griffin called the meeting to order at 4:55 PM.

Action Items

March board meeting minutes:

Upon motion duly made, seconded, and passed, the Board approved as written the previously distributed minutes of the March board meeting.

Executive Search

Carl Griffin gave a brief update on the executive search. The board will seek more community input this round. The position will be reopened – encourage good candidates to apply.

April financials

Vicki Egesdal presented the previously distributed financials as of 4/30/2017. She passed on Jake's note that if we had not received the \$15,000 anonymous gift, the revenue for April would be so-so.

The Board accepted the previously distributed April financials.

Statement of corporate support

Yvonne Smith made some suggestions to the proposed statement.

The board accepted the following statement:

Inland Northwest Land Conservancy appreciates people and companies that support local land conservation. INLC is independent from any individual supporter's needs or interests and relies upon scientific data and broad community input to make all programmatic and mission-related decisions.

Standards & Practices

The board, having previously discussed and reviewed the 2017 Revision of Standards & Practices, adopted the revised LTA Standards and Practices. *See attached resolution.*

Cantor Easement

Chris DeForest reported that the Cantor conservation easement is on schedule to close before the end

of June 2017. Craig Trueblood has reviewed the documents.

Upon motion duly made, seconded, and passed, the Board authorized INLC to accept the easement donation and directed Carl Griffin or his delegate from the Executive Committee to execute the necessary documents. *See attached resolution*

Michael Currin left the meeting.

Discussion Items

Key Metrics

Staff presented the latest dashboard. The board requested that in the future staff provide both YTD and “trailing twelve month” figures.

Walla Walla Wine Invitational

Kim reviewed her written report recommended doing the event next year.

Land Protection Committee Report

Tom Bradley is out of town so he asked Chris to report on the May 9 Land Protection Committee meeting.

- Baker CE – Beryl died May 21. His family is still full speed ahead to complete easement in July or August as Beryl’s legacy
- Sacheen Springs CE – owned by Avista, West Branch of LSR in Pend Oreille County – The board is invited on the field trip June 8. Rod will recuse from discussion because he is employed by Avista
- Studebaker CE – on the San Poil River in Ferry County. This property has been on our radar for years. There is no other land trust to do it and the landowner has chosen INLC. He wants to do the easement this year. The recommendation from the Land Protection Committee to proceed with the easement was made independently of the fact that Mr. Studebaker has indicated he wants to leave the property to INLC in his will.
- Knights Lake CE – 1100 acres of old growth at Nine Mile Falls – approved by the Land Protection Committee in 2006. The project is now ripe.
- Von Lintel CE – near Cusick Lake - closing in on the easement. Ray Entz from the Kalispel Tribe is doing a letter of support. The recommendation from the Land Protection Committee to proceed with the easement was made independently of the fact that Mr. Von Lintel has indicated he wants to donate the property to INLC for sale. Von Lintel is VERY private and does not want his name released to the public.
- Deep Creek Preserve sale is set to close the week of June 5. The board has already authorized Carl Griffin to sign the documents. Craig Trueblood is on standby to review last minute changes

Chris mentioned Mule Days, Sacheen Lake tours, etc. It is time to do monitoring visits. Carl noted Chris should be thoughtful about what work he can pass on to others to be most efficient with his time.

Dates of future board meetings

Yvonne has a conflict on the 4th Monday of the month. There was consensus that starting a half-hour earlier would be fine. Carl will check with the board members not present to confirm that change would work for them.

Finance Committee Report

Carl reported as follows:

- Board Restricted Fund – when we switched the account to RBC we kept out lots of cash due to the market at the time. The Finance Committee authorized Carl to tell RBC to invest excess cash at the rate of 20% per month over 5 months.
- The goal is to reduce dependency on distributions from the Board Restricted Fund and perhaps Stewardship Fund – even with hiring a new executive director.

Fundraising Committee

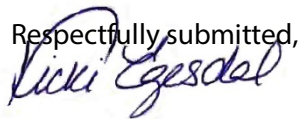
The idea of forming a fundraising committee was discussed in executive session. It is on the to-do list for the board especially as we go forward with executive director search.

More on the executive search

Chris DeForest suggested that INLC needs a story-teller and fundraiser more than an internal manager. Rod Price noted that to move the organization forward to the next level and to have INLC as a critical part of community, the executive director has to be based here full-time and not operating remotely. The executive director is to provide leadership and presence in the community and to cultivate donors. The executive director should connect vision to goals.

It was noted that food and beer are not necessary at future meetings.

There being no further business to come before the meeting, the same was adjourned at 5:40 PM.

Respectfully submitted,


Vicki Egesdal
Recording Secretary



BOARD RESOLUTION

WHEREAS, the Inland Northwest Land Conservancy has reviewed *Land Trust Standards and Practices* ("the Standards"), first published by the Land Trust Alliance in 1989, and with the most recent revision effective February 3, 2017; and,

WHEREAS, the Inland Northwest Land Conservancy agrees that the Standards are the ethical and technical guidelines for the responsible operation of a land trust;

NOW, THEREFORE, BE IT RESOLVED THAT the Board of Directors of the Inland Northwest Land Conservancy hereby adopts and commits to implementing the Standards as guidelines for the organization's operations.

Dated this 22nd day of May, 2017.

Attested to by the following Board officer:

A handwritten signature in blue ink, appearing to read "Rod Price", is written over a horizontal line.

Rod Price, INLC Board Secretary

THE POWER OF PRESERVATION



Board Resolution

By affirmative vote of the Board of Directors ("Board") of Inland Northwest Land Trust, a Washington non-profit corporation doing business as Inland Northwest Land Conservancy ("INLC"), on May 22, 2017 the Board did pass the following resolution:

WHEREAS, on May 16, 2016 the INLC Land Protection Committee gave approval to proceed with a 160+/- acre conservation easement donation from Ellen Cantor; and

WHEREAS, INLC staff has proposed and the Land Protection Committee has recommended the acceptance by INLC of the following gift from **Ellen Cantor** ("Donor"): a Grant of Development Rights and Conservation Easement ("Easement") on real property located on Ash Creek Road in Township 48 North, Range 3 West Boise Meridian in Kootenai County; and

WHEREAS, the Land has conservation values which have been evaluated based on INLC policies and selection criteria and documented in a Baseline Resource Report ("Conservation Values"); and

WHEREAS, INLC staff and legal counsel have completed a due diligence evaluation of the Land, the Donor, the proposed Easement and the other transaction documents in accordance with INLC policies; and

WHEREAS, the Board has determined that the Easement will provide permanent protection for the Land's Conservation Values and that acceptance of the Donation is in INLC's best interests and in accordance with its mission.

NOW, THEREFORE, be it resolved that the Board hereby authorizes INLC to accept the Donation from the Donor and directs its President, Carl Griffin, his successor, or if he is unavailable, his delegate from the INLC Executive Committee, to execute an Easement between Donor, as grantor, and INLC, as grantee, and sign the Baseline Resource Report, and such other and further documents as may be necessary to consummate the transaction contemplated hereby.

Dated this 22nd day of May 2017.

Attested to by the following Board officer


Rod Price, INLC Board Secretary

THE POWER OF PRESERVATION