



# Master Gardener Foundation

WASHINGTON STATE UNIVERSITY  
EXTENSION

**Master Gardener Foundation of Washington State  
Board Meeting Minutes – November 6, 2019**  
School House Room H, Fort Worden, Port Townsend, WA

Attendance:

In Person:

Clallam - Keith Dekker  
Clallam - Brenda Lasorsa  
Cowlitz - Patricia Bosh  
Cowlitz - Jo Tuom  
Island - Paul McKenna  
Jefferson - Honey Niemann  
Jefferson - Candice Gohn  
Jefferson - Bill Scott  
Lewis - Don Enstrom

Lewis - Bob Taylor  
Pacific/Grays Harbor - Karen Russo  
Pacific/Grays Harbor - Erin Landon  
Pierce - Meralee Nash  
Pierce - Irene Reed  
Skagit - Judy Callahan  
Skagit - Mary Alice Harpster  
Yakima - John Strong

Via Zoom:

Asotin - Becky Vivian  
Benton/Franklin - Kathy Brenberger  
Grant/Adams - Glenn Martin  
Kittitas - Barbara Raabe  
Kittitas - Beverly Kluth  
Kittitas - Elaine Jamerson  
Lewis - Jason Adams

Asotin - Ruth Monahan  
San Juan - Julia Turney  
Thurston - George Cowan  
Yakima - Patty Dion  
Yakima - Margaret Morris  
WSU State - Jennifer Marquis

- 1) **Call to Order:** After some struggles with the technology in our meeting room, President Don Enstrom opened the meeting at 10:15. A quorum was established by Secretary John Strong.
- 2) **Minutes:** Minutes of the September 11th meeting were approved as emailed.
- 3) **Agenda:** President Don announced a few agenda changes, due to scheduling difficulties with some of the officers and committee heads. The new agenda was approved.
- 4) **Officer's Reports**
  - a) **President:** Don Enstrom reported that he has begun site visits with the South West and North West Clusters, and intends to visit all chapters in the coming months.
    - i) He reviewed our legal status, a Washington Nonprofit Corporation (11/2/1987), and IRS 501(c)3 as of November, 1993;
    - ii) Our mission: "We share best practices with foundations and support the State Master Gardener Conference."
    - iii) Our purpose: "The Purpose of the Foundation is to offer statewide volunteer-based unifying leadership to, and communication among, county and regional WSU Master Gardener Programs, foundations, and affiliates."
    - iv) A map of the state (Addendum A) showing the local chapters and their status as either dependent (blue) or independent (green), was presented.

- v) Our MOA with WSU Extension was discussed, in particular the paragraph regarding disposition of assets should our foundation dissolve. (See further discussion in point 9, below.)
- vi) Don also presented the updated version of the Goals - Status and Activity chart (attached as Addendum B) showing progress toward our MGFWS Goals. Items in red are critical. Our handling of dependent chapters is of particular urgency, since such arrangement legally requires that we, the state board, must own and administer the financial accounts for those chapters. This is not what those chapters nor we prefer. (Julia Turney, San Juan County, volunteered to share documents and procedures with dependent chapters to help them move to independent status.)

It is important that we develop our Policies and Procedures. Resolving the issue of a financial management entity for our endowment, and obtaining 2020 conference sponsors is also vital.

- b) **CFO/Treasurer:** In the absence of Alan and Margaret, Don presented their written report (attached as Addendum C), noting that Alan needs all board members who anticipate expenditures to complete the form on the last page of the report, so that he can develop a meaningful budget.

President Don also announced that Erin Landon has agreed to serve as chair of the Financial Review Committee. Erin has earned an MBA, and has worked in corporate finance for a number of years. **ACTION:** Karen Russo moved and Bill Scott seconded that we approve her appointment to that position. Motion passed.

It was noted that Kathleen Eaton is still a signatory on our accounts, and should be removed since she is no longer President, and has moved out of state. Also, we need formal action to put President Don Enstrom, Treasurer Margaret Morris, and Secretary John Strong on the bank accounts as signers. **ACTION:** Karen Russo moved, and Bob Taylor seconded a motion to remove Kathleen Eaton as signatory on our accounts, and add Don Enstrom, Margaret Morris, and John Strong as signers. Motion passed.

- c) **Executive Vice President:** Paul noted that the corporate documents are still being reviewed for updates. It is hoped that we will be able to approve changes at our next meeting.
- d) **State Coordinator:** While Jennifer didn't offer a formal report, she did want to share news and progress of the five teams that the coordinators formed earlier in the year.
  - i) Work is ongoing to improve the availability of Extension faculty for training and support of our programs. Program coordinators have been surveyed to learn of program priorities. Results will be returned soon.
  - ii) Because Adobe will soon cease to support Adobe Flash, the online training is being modified, and some users will see a few changes in the way parts of the training appear. Changes should not be significant.
  - iii) A new manual is being developed, and should be complete by January of 2022.
  - iv) Jennifer is working with the WSU Communications department to look into a possible change to the Master Gardener logo and Brand Element, the latter to be available for use on clothing, etc.
  - v) Under Infrastructure, a new activity logging program is being piloted in Thurston County. The current online system for volunteer hours logging is suffering from a glitch that has caused some MGs' hours to be lost. It's important that all MGs print out a report of their hours periodically, so that they may rebuild them should they fall victim to this bug.
  - vi) The Diversity team has met three times and is preparing a message to all MGs regarding the importance of diversity equity and inclusion.
  - vii) The Professional Development team is contributing to new training for local program coordinators (PCs). A first draft of this is being piloted with PCs in three counties. Work also continues to update the PC handbook.



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viii) In Pacific and Cowlitz counties, in coordination with 4H, a Junior Master Gardener program is being piloted. It is possible that some involved with that might attend a training in Texas for such a program.

- ix) **Awards:** The 2019 state award winners have been determined, and Don has travelled to the winners' counties to make presentations. A special issue of *Seeds For Thought* will be published to announce them statewide. John Strong is also preparing Press Releases to send to media in the counties represented by the winners. The winners are:
  - e) State Master Gardener of the Year: MaryJo Christensen of Lewis County
  - f) Media Awards: Dana Courtright of Pierce County and Susan Mulvihill from Spokane
  - g) Ellen A'Key Award: Island County for their greenhouse project at Greenback Farm.
 President's Awards were mailed to local coordinators a few weeks ago.
- 5) **Website:** John reported that his first training with web developer Craig Lawrence was completed a few weeks ago. John led the group through a brief tour of the website, and encouraged all to peruse it more fully at their leisure. The URL is: [mgfws.org](http://mgfws.org).  
He also asked that local programs submit details about major events that are upcoming so that they might be included on our online calendar on the website. These should be events that are of interest beyond the local county, such as plant sales, public lecture series, etc.
- 6) **Conference:** C-J showed a brief slide presentation, reviewing the planning progress that has been made for our 2020 conference upcoming in Port Townsend, October 1-3, 2020. Accomplishments so far include:
  - a) Program development: Fully 91% of the instructors are confirmed! The tracks include Garden Mastery, Food Production, Sustainability & Maintenance, and MG Skills. Opening and Closing Plenary Panels are confirmed: "Master Gardener: From Here to the Future", and "Climate Change and the Gardener".
  - b) Facilities: We have blocked an assortment of housing at Fort Worden (site of the conference), including officers homes and dormitory rooms. Local hotels will also be approached for room blocks. Tours are being arranged by Jefferson County, and a sampling of those plans was presented by Honey Niemann. Kathy Brenberger is arranging the marketplace and exhibitor areas, and will coordinate the catering and hospitality services.
  - c) Marketing/Publicity: The website is up: [mglearns.org](http://mglearns.org). Our Facebook page is getting a lot of posts: [facebook.com/mglearns.org](https://facebook.com/mglearns.org). Don and C-J have plans to visit as many counties as possible on a "Speaking tour" about the conference. You can coordinate with them for a date for their presentation. Sample bookmarks were distributed, and coordinator communications and "e-blasts" will help to keep folks up to date around the state.
  - d) Budget: Reaching the goal of 285 - 300 attendees is expected to help fund the 2021 conference startup costs. An application for a grant from the Port Townsend Lodging Tax Advisory Committee. The catering team will be vigilant toward reducing the catering costs, which typically is the largest chunk of the conference budget.
  - e) Sponsors: The Sponsorship team kicks in later in November, and needs participation from more of us. Please contact C-J to help. This work can easily be done from home. We want to have at least \$15,000 in sponsorship funding.
  - f) Key dates:
    - i) Program to be announced in Fall of 2019
    - ii) On-site lodging opens January 2020
    - iii) Camp/RV reservations open January 2, 2020
    - iv) Early registration opens April 1, 2020 and closes June 30, 2020
    - v) Conference: October 1-3, 2020
 There was discussion about the lodging registration opening three months before the conference registration. Some thought they should open at the same time. The conference planning team will discuss this further, and decide what is best.
- 7) **Meeting dates and sites for 2020:**
  - a) February 13 - Longview, Cowlitz County
  - b) May 28 - Ellensburg, Kittitas County
  - c) October - At the AEC 2020, Port Townsend, Jefferson County, specific date/time TBA

d) November 12 - Wenatchee, Chelan County

8) **MOAs:** Review for renewal of the MOA between MGFWS and WSU Extension is nearly complete. Two paragraphs are still under discussion.

The "MARKS" clause: While WSU has acknowledged that the university has no ownership of the term "Master Gardener", the proposed MOA requires the words be removed from MGFWS's name upon termination. Recognizing (1) the university's interest in limiting the inappropriate usage of the term by companies, groups, and individuals not associated with the WSU Extension program, and (2) that the highly unlikely event of termination would probably be related to a dissolving of the Foundation and the rendering of the name change moot, the board agreed that fighting the language was not warranted.

The board also discussed the compatibility of the MOA's "TERMINATION" clause with our Articles Of Incorporation and our options for disposal of Foundation assets should we sign the MOA as proposed. A hypothetical situation was discussed whereby (upon dissolution) the Foundation board managed an equitable distribution of net assets to the county 501c3 Foundations. Board consensus was that this general concept is in-line with board member sentiments and appears to meet the requirements of both our Art. Of Inc. and the MOA.

Based upon this discussion, President Enstrom stated he would present this as the board's position in his upcoming negotiation with Acting Director Mike Gaffney.

i) *NOTE: In fact, the discussion with Mike Gaffney took place 2 days after this meeting. Dir. Gaffney agreed to all points and memorialized the understanding in an e-mail. His e-mail & both MOAs will be forwarded to Rory for a final check, then Don will sign.*

9) **Meeting Adjourned at 2:15**

Respectfully submitted by

Approved by

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John Strong, Secretary

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Don Enstrom, President

Addendum A - Map of County programs

Addendum B - MGFWS Goals - Status & Activity

Addendum C - Finance Report - October 31, 2019