



Master Gardener Foundation

WASHINGTON STATE UNIVERSITY
EXTENSION

Minutes of the MGFWS Board Meeting

February 16, 2022
Zoom Call

Attending this meeting were 31 Master Gardeners, including the following Executive Committee members and State Coordinator Jennifer Marquis: President Don Enstrom, Executive Vice President Paul McKenna, Secretary John Strong, Treasurer Margaret Morris, Incoming Treasurer Gilbert Plascencia, AEC 2022 Director Melody Westmoreland, AEC Director Emeritus C-J Nielsen, Historian Cathi Lamoreux. Seventeen chapters were represented, so a quorum was attained.

OPENING: The meeting was called to order by President Don Enstrom at 10:00 a.m.

*** Minutes from the past two meetings were approved with no changes.

WSU EXTENSION MG PROGRAM UPDATE: Jennifer noted that planning is underway for the 2023 celebration of Master Gardeners' 50 year anniversary. A recent survey she distributed for input and history for the festivities garnered over 400 responses. There will be four regional events - one in each research station around the state. Celebration will culminate at our AEC 2023.

Our history as the founding Master Gardener Program, the creativity and innovation of WSU Extension staff and volunteers to maintain and build the program in early years, the ongoing success bringing us to today will be celebrated, along with a look toward the next 50 years.

She encourages us to attend the International conference in June, 2023 to be held in Kansas.

CAHNRS Development has announced that the annual fundraising activity known as "Cougs Give" will highlight and benefit Master Gardeners this year and next as part of the golden anniversary.

OLD BUSINESS: Don announced that Cathi Lamoreux has accepted the appointment to Historian.

*** Bob Taylor moved and Melody Westmoreland seconded a motion to approve that appointment. Motion passed.

Open positions remain to be filled:

- Nominating committee chair - - This is vital since our biennial elections are to be held at the conference this fall.
- Development Director - - Patty Dion recently announced her resignation from that position.
- Conference Director for AEC2023 - - Kathy Brenberger recently announced her resignation from that position.
- AEC Site Selection Committee - - It is time to begin the search for our 2023 conference. King and Pierce counties have been suggested since our program began there.

MGFWS Branding - Don pointed out that with the recent update to WSU branding, we should create new and consistent branding for the Foundation. Jennifer pointed out that our agreement with the University allows us to use their branding, and that new branding we create could incorporate that. Don



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asked for volunteers to work on developing this. C-J said she would like to help in that effort, and Communications Committee Chair Patty Peterson also would like to ask Debra Benbow to be included.

NEW BUSINESS

2021 BUDGET REVIEW: The 2021 Operating budget and actuals were sent out in this meeting's notice. There were no questions.

INSURANCE: Cathi Lamoreux has obtained quotes from two insurance brokers for both a Liability policy and Directors and Officers Insurance. Don reminded us that a motion was passed in January 2021 authorizing the Executive Board to purchase such insurance. The limits in that motion were below the current quotes. Cathi suggested we amend that January decision to accommodate the current quotes.

*** Karen Russo moved and Cathi seconded a motion to increase the limit in the authorization to purchase Liability Insurance of at least \$1 million for no more than \$800 premium per year. Motion passed.

*** Cathi moved and Honey Niemann seconded a motion to authorize the Executive Committee to purchase D & O Insurance for up to \$2 million coverage per incident for no more than \$900 premium per year. Motion passed

CONFIRMATION OF NEW TREASURER

*** John Strong moved, and Paul McKenna seconded a motion to confirm the appointment of Gilbert Plascencia as Treasurer. Motion Passed. As such, Gilbert will become a signer on all banking and investment accounts.

2022 OPERATING BUDGET

Gilbert and Don reviewed the budget proposal that was distributed by email.

*** Bob Taylor moved and Sharon Golightly seconded a motion to accept the budget. Motion passed. (Erin Landon pointed out a formula error in the prior year column of the budget. It will be corrected.)

AEC 2022: Melody noted how positive she is about the planning progress for our conference, to be held in Olympia in September-October. Plans are to hold an in-person event, barring any unfortunate official preclusion because of the pandemic. A hybrid style conference was considered, but proved to be very cost-prohibitive.

Programming is well under way. Melody is still looking for a Marketplace Lead and an Onsite Volunteer Coordinator. Please pass the word in your local chapters for these opportunities.

The draft budget for the conference was presented, noting that some details may change as we get closer, but that the bottom line margin will remain.

We hope to open registration on June 1st. An early-bird rate will be offered. There will be a limit on attendance because of space limitations at the conference site. So be sure to sign up early!



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*** Paul moved and Patricia Bosh seconded a motion for the Board to purchase a Gold Sponsorship (\$1.5K) for the conference.

Don explained what such a move does for us and the endowment. Cathi suggested increasing the amount to the Platinum level (\$3K). Discussion led us into the topic of the endowment, which is later on the agenda.

*** Sharon moved to postpone the motion until after that endowment discussion. Bob seconded and it passed.

WEBPAGE REFRESH: Patty Peterson related that the Communications Committee is proposing to refresh our website to make it more attractive, easier to navigate, and containing more useful information. To point out a few examples of what the group would like to do, John showed websites from Georgia and from Rhode Island that have some characteristics we like.

Jennifer noted that there is currently a workgroup planning updates to the state MG Program website. Many of the features noted in these examples are being incorporated there. She suggested a meeting next week between Patty, John, herself, and members of that workgroup, so that we might learn from their efforts, and move ahead more efficiently. It was agreed to hold that meeting.

BYLAWS - GOVERNANCE, REMOTE MEETINGS, FINANCES:

Don referred us to the memos sent with meeting announcement: governance and operations; standard and policies, which detail changes to bylaws, policy, and articles of incorporation, and fundraising (see addenda).

*** Diana Wisen moved and John seconded a motion to accept all items in the Governance & Operations memo. Motion passed.

*** Diana Wisen moved and Candice Gohn seconded a motion to accept the changes outlined in the Standards & Policies memo. Motion passed.

By consensus it was decided not to make changes to the Articles of Incorporation regarding the offices of Regional VPs.

ENDOWMENT:

*** Tana Hassert moved and Kathy Brenberger seconded a motion to accept the path forward described at the end of the Recommended Path Forward memo. To wit:

1. *A Committee of the President, Executive Vice-President, Treasurer, and Secretary be formed to:*
 1. *Establish accounts, policies, procedures, etc., as required to support the solicitation, receipt, investment, management, reporting, etc., of charitable donations received by MGFWS.*
 2. *Enter into discussions with WSU Extension, the WSU College of Agricultural, Human and Natural Resource Sciences, and the WSU Foundation to develop a plan for the future use of MGFWS Endowment funds, including the possibility of creating a named \$1.5 million named MG faculty position endowment.*



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2. *Committee to complete the necessary research, negotiations, etc., for both accounts not later than March 11th. A special board meeting will be scheduled for on or about March 21st to discuss, finalize, and approve or reject.*

Questions and comments ensued on topics surrounding the Endowment.

- The stated purpose of the endowment was to “support advanced education to MGs”. That has been construed to mean support of the conference.
- We have struggled to develop a compelling story such that major donors will be comfortable making large gifts.
- Assistance and communication from and with the WSU Development office has been disappointing and seemingly not as promised in initial meetings with them prior to establishment of the endowment.
- CAHNRS has suggested the endowment purpose change to create and support an endowed Chair for Horticulture in the name of MGFWS.
- As the financial picture for WSU has changed in recent years, more and more industry groups have stepped in to fund chairs and programs to support their own interests (e.g. specific agricultural crop associations.)
- Original and past donors to the endowment should be polled and agree to a change of purpose.
- If the endowment purpose changes from advanced education support, what happens to the conference; will we be able to afford it?
- An endowed professorship will elevate the AEC with more and more professional resources.
- Without a compelling story, it’s unlikely the endowment goal of \$2M will ever be achieved, so support of the AEC is moot.

*** After lengthy discussion, the vote was held, and the motion (as stated above) passed.

*** The previously postponed motion to buy a Gold sponsorship for AEC 2022 was returned, was voted on, and passed.

The meeting was adjourned at 12:50.

Addenda:

MGFWS Governance 2022-02-09

MGFWS BF Standards and Policies 2022-02-09

MGFWS Development Program Path Forward 2022-02-08

Respectfully submitted.

John Strong, Sec.

Don Enstrom, Pres.



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