



## Trustee Meeting Minutes

**Date & time of meeting:** December 5, 2017, Noon Central Time at Embassy Suites, Rosemont, IL

**Attending:** Brian Sayers, Chairman; Steven Geist, Chair Elect; Tom Wolf, Vice Chairman; Ray Henning, Treasurer. Trustees: Jim Barborinas (via phone), Beau Brodbeck, Paul Fletcher, George Hudler, Sharon Jean-Philippe, Dave Krause, Sharon Lilly, Will Nutter, Jim Urban. President and Chief Executive Officer: J. Eric Smith, Chairman Emeritus: Al West

**Absent:** Trustees: Bill Schleizer, Jeff Wilson

**Guest:** Mundy Wilson Piper

Meeting call to order: Chairman Sayers called the meeting to order at noon.

Motion was made by Chair Elect Geist to accept the Consent Agenda; seconded by Trustee Krause. No discussion. Motion carried.

- Consent Agenda items:
  - Minutes from October 18, 2017 meeting
  - President and CEO's Report
  - Treasurer's Report Including October Financials
  - Development Committee Report
  - Communications Committee Report
  - Research and Education Committee Report
  - Governance Committee Report
  - Liaison Committee Report
  - Council of Representatives Report

Chair Summaries of Committee Highlights (October to December 2017): Committee Chairs reviewed key committee developments since the last board meeting.

Proposed 2018 Budget: Trustees went into Executive Session at 1:35pm. Motion was made by Trustee Lilly to approve the 2018 budget resolution below; seconded by Trustee Urban. Motion approved unanimously. Executive Session adjourned at 1:55pm.

*The Finance Committee recommends the Board of Trustees' approval of a 2018 operating budget containing the following key financial elements, presented on an accrual basis:*

*Total revenues of \$1,330,000; which includes \$515,000 in permanently or temporarily restricted funds for TREE Fund's programmatic mission, supporting the approved Strategic Plan goal of an endowment balance of \$4.75 million by December 31, 2018;*

*Total expenses of \$957,500; which includes \$217,000 in new grant awards, to be issued atop all prior year awards payable in 2018 and beyond;*

*Total investments in endowment funds of \$450,000 to be invested at Chicago Community Trust (CCT), offset by withdrawals from CCT of \$140,000 in Endowment Earnings, and a \$14,000 donor advised distribution from the Collier Arborist Training Trust.*

*A net positive income of \$76,500 to offset operating shortfalls in 2017, and ensure adequate cash flow in 2018.*



Research Committee Grant Award Recommendations:

- Motion was made by Trustee Nutter to award the following:
  - John Z. Duling Grant for \$22,869 to Dr. Nina Bassuk, Cornell University for her project “Enhancing Tree Transplant Success Through the Manipulation of Root Hydraulic Conductance.” Jack Kimmel International Grant for \$10,000 to Dr. Liliana Franco-Lara, Universidad Militar Nueva Granada, Bogota, Columbia for her project “Identification of possible insect vectors of phytoplasmas in Quercus humboldtii Bonpla in Bogotá, Colombia” and a Jack Kimmel International grant for \$9600 to Dr. Rachael Antwis, University of Salford, U.K. for her project “Fighting Microbes with Microbes to Protect Our Native Trees”

Motion was seconded by Treasurer Henning. No discussion. Motion carried.

Election of Officers, Trustees, and Confirmation of Committee Chair Appointments: Governance Chair Geist noted that the Executive and Governance Committees will be combined in 2018 along with the Audit and Finance Committees.

Governance Chair Geist stated that the Governance Committee recommended Mundy Wilson Piper and Brett Heinrich as trustees with their first two-year terms beginning January 1, 2018. Motion was seconded by Treasurer Henning. No discussion. Motion carried.

Motion was made by Chairman Sayers to renew trustee terms for Ray Henning, George Hudler, Will Nutter, Jim Urban and Tom Wolf. Motion was seconded by Trustee Lilly. Discussion: confirmed that Trustee Krause is completing Brent Asplundh’s term ending December 31, 2018. Motion carried.

Governance Chair Geist presented the slate of officers for a one year term:

Chairman: Steve Geist  
Chairman Elect: Beau Brodbeck  
Vice Chair: Tom Wolf  
Treasurer: Ray Henning

Motion was made by Chairman Sayers to accept the slate of officers; seconded by Trustee Urban. Discussion: confirmation was made that this election was for a one year period. Motion carried.

Governance Chair Geist presented the Committee Chair Appointments for a one year term:

Research and Education: George Hudler  
Executive and Governance: Steve Geist  
Development: Paul Fletcher  
Communications: Dave Krause  
Audit and Finance: Ray Henning  
Liaison Chair to be elected by Liaison Committee December 5  
Council of Representatives: Al West

Motion was made by Chairman Sayers to accept the Committee Chair appointments, seconded by Vice Chair Wolf. No discussion. Motion carried.



#### New Business:

- Chairman Sayers was thanked for his service and recognized as outgoing Chairman. Trustees Schleizer and Wilson were recognized and thanked for their service as outgoing Trustees.
- President and CEO Smith noted that the Strategic Plan deliverables will be added to each monthly Committee meeting agenda. The Strategic Plan will be reviewed in December 2018 and the plan for 2021 will be added.
- Committee Membership Term Limits will be determined after staff provides matrix to the Governance and Executive Committees.
- 2018 Meeting Schedule options were reviewed and suggestions made for timing and location. Staff will make proposal to Executive Committee in January 2018.
- Motion was made by Trustee Nutter to approve the Board Resolution authorizing TREE Fund President and CEO J. Eric Smith to negotiate and enter into a commercial line of credit with Wheaton Bank & Trust Co., ISAOA/ATIMA, 100 N. Wheaton Ave., Wheaton, IL 60187, for up to \$100,000 and for a term not to exceed 12 months. Motion was seconded by Trustee Urban. No discussion. Motion carried.

#### Old Business:

- Trustee and Committee Member Recruitment: Governance Chair Geist asked the Trustees to send candidate nominations to him. Priorities are not for profit experience, development, nurseryman and philanthropy. Trustee vetting process will be put into place by Governance Committee.

Annual Appeal: Appeal has received a good return. A list of “Last Year But Not This” was distributed for Trustee review; contact information will be provided.

Executive session commenced at 3:40pm Central Time. Meeting adjourned at 4:00pm Central Time.

Respectfully submitted by Barbara Duke.