



Trustee Meeting Minutes
Wednesday, May 10, 2023, at 8:00am
Bartlett Labs, Charlotte, NC

Trustees In Attendance: Beau Brodbeck (Chair), Patrick Franklin (Chair Elect), Rachael Barker (Vice Chair), Jacques Brunswick (Treasurer), Lori Brockelbank, Jeff Edgar, Steve Geist, David Gorden, Dan Herms, Sharon Jean-Philippe, Kathleen Wolf.

Trustee Absent: Gordon Mann.

Others in Attendance: J. Eric Smith (Interim TREE Fund President and Chief Executive Officer), Paul Putman (TREE Fund President and Chief Executive Officer Elect).

Call to Order: Chair Brodbeck opened the meeting at 8:00 AM.

Consent Agenda: Trustee Geist moved and Trustee Barker seconded to accept the consent agenda as written. The motion passed unanimously with no discussion.

Independent Financial Audit: Treasurer Brunswick presented the draft audit that was prepared by Sasseti, LLC including the balance sheet. Following discussion, Trustee Barker moved and Trustee Jean-Philippe seconded to accept the draft audit as presented. The motion passed unanimously.

Spring 2023 Grants and Scholarships: Trustee Herms presented the grants and scholarships recommended by the Research and Education Committee. Dr. Greg Dahle submitted the only research proposal for potential funding through the Utility Arborists Research Fund (UARF), entitled "Determining Failure Characteristics from Distribution Outage Reports," with an estimated total cost of \$49,940. Twenty-three scholarship applications were received. The Research and Education Committee recommended awarding two Robert Felix Memorial Scholarships, and one recipient each for the Fran Ward, John Wright, Bonnie Appleton, Larry Hall and Will Nutter Scholarships, all valued at \$5,000 each.

Three applications were received for the Ohio Chapter ISA Education Grant. The Scholarship and Education Subcommittee unanimously recommended the University of Findlay grant proposal for the “Arcadia Arbor-Team” in the amount of \$5,000. Following discussion on the rationale for providing scholarships to institutions rather than directly to students (key to that approach are honoring the intentions of donors who have supported endowed scholarships), Trustee Gorden moved to accept the Research and Education Committee’s recommendations, with second by Trustee Jean-Philippe. The motion passed unanimously.

2023 Budget Review and Update: Mr. Smith presented a proposed revision to the approved 2023 TREE Fund budget based on year-to-date performance and changed assumptions since original budget approval. The bottom-line change results in a decrease in forecast year-end profit from \$50,600 to \$36,300. Trustee Brunswick moved and Trustee Jean-Philippe seconded the motion to approve the 2023 revised budget as presented. The motion passed unanimously.

TREE Fund Mission: Chair Brodbeck presided over the discussion. TREE Fund’s most recent strategic plan removed the term “arboriculture” from the stated mission and many key industry stakeholders saw this as a departure from our legal and historic charitable purpose. Following discussion, Trustee Herms moved and Trustee Jean-Philippe seconded to reaffirm TREE Fund’s historic mission. The motion passed unanimously.

Hyland Johns and Mark S. McClure Endowment Funds: Chair Brodbeck introduced the recommendation made by Mr. Smith to consolidate funds held in the fallow McClure Endowment Fund with those held in the Johns Endowment, for which TREE Fund is actively fundraising, using the 70th Anniversary of the Bramble and Byrnes project as marketing leverage. The endowment pools were established with similar missions. Trustee Barker moved to consolidate the endowment pools under the Hyland Johns with second by Trustee Jean-Philippe; a friendly amendment was offered to hold further awards of Hyland Johns Grants until the campaign total of \$500,000 (including the merged balance of the McClure Fund) has been met. When grants are made under the Johns program, the McClure program will be co-credited, as is done with the Skiera and John White Funds. The motion passed unanimously.

Trustee Transitions, Departures and Nominations: Currently the TREE Fund Board of Trustees has 12 members. Trustee Edgar has indicated his intention to not renew for another term. Three additional members (Brodbeck, Jean-Philippe, and Geist) are term-limited from further service after December 2023. Trustee Brodbeck reported that the Executive/Governance committee recommends Mr. Pete Smith as a new member of the Board of Trustees. Trustee Barker moved and Trustee Gorden second the motion to elect Mr. Smith with a first term from May 10, 2023, through December 31, 2024. The motion passed unanimously.

Additional discussion ensued about other potential Trustee candidates, with board diversity as a recognized and critical need to be addressed. Names for consideration will be submitted to the Executive/Governance Committee for vetting. Following additional discussion, Trustee Wolf moved and Trustee Brunswick seconded a motion to create a policy requiring any TREE Fund Trustee to resign from the Board of Trustees before applying for any paid position with the organization. The motion passed unanimously.

2024 Committees and Chairs: TREE Fund's Communications and Development Committees were merged in 2022. There was discussion about separating the merged committee back to the previous structure of distinct Communications and Development Committees. Action was tabled.

Employee Recognition: Chair Brodbeck read a resolution recognizing Barbara Duke's exemplary service to TREE Fund. The resolution was accepted by acclamation and will be provided to Ms. Duke, along with a small token of the Board's regard.

Executive Session and Adjournment: Following a motion by Trustee Barker and a second by Trustee Jean-Philippe, the Board voted to enter Executive Session at 11:21 AM. Executive Session ended at 11:38 AM, and the Board meeting adjourned.

Respectively submitted, Steven Geist, TREE Fund Board of Trustees