

GSWA Board of Trustees Meeting
11.22.2019
Minutes

The board meeting convened at 8:06 a.m. Board members present were Nic Platt, Matt Krauser, Yorgi Vlamis, Reed Auerbach, Dot Stillinger, Kathy Pfeil, Alan Pfeil, Kevin Sullivan, Cathy Lee, Gerry-Jo Cranmer, and Nadine Vitro. Participants via conference call were Guy Piserchia, Tony DellaPelle, Michael Dee, Chris Obropta, Jay DeLaney, and Teresa Lane. Advisory Council member Jeff Webb attended as well. Staff members included Sally Rubin, Wade Kirby and Sue Levine.

Gerry-Jo Cranmer made a motion, seconded by Cathy Lee, to approve the Minutes from the board meeting held on September 23, 2019. The motion was approved.

Sue then presented the Finance Report:

The Endowment account was reviewed and the portfolio balance remains in line with GSWA investment guidelines. The Operational Funds Account should be at 50% Equity, 45% Bonds, 5% cash. The Endowment Balance is \$1,220,266 and the Board Reserve is \$145,220 for a total invested at \$1,365,486.

The Financial policies were reviewed with the following changes approved by the finance committee:

- A. The Budget Deficit Policy (known as the “trigger” policy) should be revised so that the Third Quarter net income will be based on YTD results.
- B. The Endowment Policy was also reviewed with the following proposed revisions to include:
 - a. Asset Manager Selection:
 - b. Add – Performance of each fund must have competitive 3 and 5 year results
 - c. Add – Environmentally Sustainable Governance (ESG) investing will be considered over other funds provided the returns are comparable. Clark agreed to look at the Vanguard Sustainable Funds and provide some feedback.
 - d. Other: Modify – a quarterly presentation will be made to the board on the value of the fund and report annually on the fund performance. It was agreed that the January meeting would be best each year. Clark volunteered to present at this January meeting.

Motion to approve both policy revisions - Motion Reed; 2nd Kathy; Unanimously approved.

- C. Actual results were reviewed – we are ahead of budget and tracking well for the start of this fiscal year. Gala results were discussed. Annual event income was \$205,000, with expenses of \$50,000 for a net of \$155,000 which was in line with the budget. The Vegan Challenge was a great success in that it was educational and beneficial to the net results (an additional \$18,000). 368 guests attended the event and 242 vegan meals were served. There was some discussion that the vegan option would need to be improved if we do the challenge again.
- D. The Audit report was reviewed. The following changes will be made to the report.
 - a) The functional allocation will be modified. Total expenses remain the same however a correction will be made to the programing allocation.

- b) P9 – We do not always write down the value of the property. We only write it to zero if/when a conservation easement is put on the property.
- c) P13 – our investment account is not professionally managed. It is managed through policy and a Finance Committee.
- d) *Motion to approve both 990 and Audit report with proposed revisions - Motion Guy; 2nd Jay; Unanimously approved.*

Clark Wagner, Finance Committee Chair may deliver a presentation regarding the endowment at the January 2020 Board Meeting. Reed Auerbach suggested that the endowment may be heavy in Equity positions. Sue explained that when we factor in how much cash we keep on hand, the balance shifts. This is something that can be discussed and addressed when we do a full presentation.

Sue reported that Charity Navigator rated the Great Swamp Watershed Association one of the top ten charities in New Jersey.

Sally reported that we have applied to the Garden Club of America's Founders Fund for a grant to install rain gardens in Paterson. We have been notified that we are one of three finalists. The maximum grant award would be \$30,000, and the minimum \$10,000. Decision will be made in the spring.

Sally stated that, thanks to an introduction from Gwenn DellaPelle, we have just been notified of an unrestricted gift of \$10,000 from Novartis Pharmaceuticals.

Sally then reviewed the details of the cocktail party to be held at the new Madison Community Arts Center on Tuesday, December 3rd, 2019 from 5:30 – 7:30 p.m. This is a follow-up for Gala attendees who we would like to know better and commemorates the 60th Anniversary of the battle that saved the Great Swamp. Sally encouraged all board members to attend the cocktail party, as well as the board holiday party at headquarters on Thursday, December 12th from 5 - 9 p.m.

Accolades were given to Nic Platt for winning re-election to the Harding Township Committee. Nic stated that he ran on a platform almost solely dedicated to advocating for the environment.

Sally reported that the Long Hill sewer sale went through. Dot Stillinger had some questions about why it was successful this time but was not successful in 2017. This year there was a concerted marketing effort to get the word out. Sally mentioned that everyone's sewer bill had gone up and maybe they were paying more attention to the issue because of that.

The feasibility study for the Rolling Knolls Superfund site has still not been released and there is no release date in the foreseeable future. A three year grant for the Community Advisory Group has been received from EPA to hire a technical advisor to assist the CAG. A Request for Proposal should go out next week.

Nic Platt suggested that Mayor Jeff Grayzel be added to our Advisory Council.

Wade delivered the Development Report and encouraged trustee giving sooner than later during our current fiscal year. Sally encouraged contributions to our recently mailed 2019 Year End Appeal.

Sally spoke about the potential acquisition of the 10 acre Kent Property which is contiguous to the refuge and a good property for wetlands restoration. Our ultimate goal would be to convey it to the refuge. Tony DellaPelle explained that Phase I environmental assessment for the property would consist of an inspection that would rule things out. Phase II would address certain areas of concern. We would offer up to \$10,000 as a purchase price, Sally is hopeful we could acquire the property as a donation. Tony recommended that environmental consultants be included as possible new board members. Sally called for a vote on the resolution authorizing GSWA to negotiate a contract to purchase up to \$10,000 and to conduct due diligence. Alan Pfeil motioned for approval and Kevin Sullivan seconded. Motion approved unanimously.

There is a proposed lease amendment extension for one year at our office at 568 Tempe Wick Road for which we pay \$2,650 per month. This was approved.

Sally mentioned the potential acquisition of the Ferber property. PSE&G is negotiating to purchase it to use as a lay down area for their transmission line upgrade project and then they plan to convey it to the GSNWR with potential subdivision to convey the building portion to GSWA. We would turn a residential property into an office.

Sally encouraged new recommendations for the Board of Trustees. Five seats will be available at the end of December 2019.

As we consider a capital campaign to celebrate our 40th Anniversary in 2021, Jay Angeletti of The Angeletti Group is a possible campaign consultant.

Michael Dee's father just passed away. Michael will roll off the board in December 2019 but his wife Marilyn would like to join the board.

The meeting adjourned at 9:14 a.m.