



**FRESHWATER
FUTURE**

**Board of Directors
September 26, 2015, 9am CST
Meeting Minutes**

Board Members Present: Chris Grubb, Kristy Meyer, Karen Reinbold, Gary Belan, Michelle Parker, Lindsay Telfer

Board Members Joining via Phone: Glenn Dale, Holly Hughes, Debra Dorsey, and Tim Morris (joined via phone for Canadian board at 12pm)

Call Meeting to Order: 9:06AM by Kristy

Committee updates and discussion (Committee Chairs)

- Fundraising Committee
 - Last committee meeting was in June
 - Redesigned board fundraising commitment document
 - Goal was to improve accountability
 - Expectations:
 - Everyone on the board makes a contribution
 - Everyone helps out with the appeal letters
 - Everyone commits to doing one other fundraising activity that is documented and tracked for accountability
 - Provide individual updates at the board meetings
 - Chris will send out form with start of new fiscal year and request that board members return it
 - Walk, Paddle, Roll
 - Not very successful this summer. Goal was \$4,000. \$1,500 raised.
 - Consider making it more broad? Giving Tuesday?
 - Will discuss in committee
 - Next Initiative: Major Gifts Campaign
 - Committee will begin working on it and keep the board apprised
 - American Rivers does:
 - Continue membership campaign
 - Use databases with wealth indicators to determine how much existing members can give
 - FF does do this, but they have a small subset of donors so there aren't many major donors of 600 donors total.
 - Major donor = \$250
 - Untapped opportunity: Potential donors in Harbor Springs
 - Problem: a lot of competition for donors

- Problem: lack of staffing. Consider hiring a major donor development person.
 - Proposed: Establishing brand awareness for FF in the area for a long-term goal
 - Consider paying for consultants with contacts to gain access?
 - Governance Committee
 - Committee met over the summer
 - Focusing on board recruitment
 - Need entrepreneurship, risk management, HR, business skills
 - Need 5 additional US board members, at least 4 additional Canadian board members
 - Ideas
 - Tim sent a great list with Canadian prospects, some of whom might be able to serve on both boards
 - It would great to have some crossover with foundation boards
 - Any relationship with Wege that could be tapped? McCarty?
 - Kristy has a Columbus-based prospect
 - Nicola Crawhill?
 - Austin Holsinger (Great Lakes PROUD) – Millennial entrepreneur
 - Tapped into philanthropic corporations (ex. Patagonia, social entrepreneurship panels)
 - Concern about commitment? Need demonstrated proof of commitment to philanthropic causes (does he commit 15% of profits to charities as advertised?)
 - Kathy Garraty (Director of Strategic Initiatives for Cook County Forest Preserves)
 - Family friend of the Crown family. Well-connected.
 - Kevin (lawyer in Ohio)
 - Find someone with development experience
 - Committee will consider suite of candidates. Send bios or info to Kristy.
 - Trade-off: finding people with connections or people who will do the work
- Finance Committee
 - Committee met yesterday and discussed the following:
 - Concern about the financial reports we receive and how they're confusing and contain errors
 - Discussed accounting systems and areas for improvement
 - Karen will talk with Jill & auditor
 - Budget process review
 - Understanding net assets
 - Questions for board to consider
 - % of net assets for reserves
 - New initiative & investment considerations
 - Future discussion: metrics

Frey Analysis and discussion

- Several items identified that we need to do:
 - Succession plan for Jill
 - Development director
 - In the future perhaps a COO to support Jill
- Need to determine how we respond to the report. Consider asking them to modify language to reflect our shared understanding
- Lack of consensus on meaning of language regarding Jill's role.
 - Recommendation appears to be to hire an executive director focused on fundraising and move Jill into a COO role.
 - Jill asked them to clarify language, and they did via email. They did not mean to push Jill out.
- Report is "confidential". Who does that include? Board, management, and foundation who paid for it? Appears so, yes.
 - Concern is that if the funder received the current report they might share it with other funders, and funders may require that the board take action to address issues raised in order to fund them.
 - This happened with two organizations.
- FF signed contract with them, but consultants acted in best interest of funder
- We need to ask consultants to clarify language, put together plans to address reasonable concerns and give plan to Frey foundation, asking them to help us fund these items:
 - Succession plan
 - Development director
 - Long-term COO
 - Board discussion needed on scope/size of organization
- Concern about doing things to appease funders. Can we have an open conversation with the funder? Jill has a great relationship with them.
- What do we want to ask them to clarify?
 - Recruitment request for a new ED should be removed
 - Report regarding strategic planning outcomes
 - Specifically asked about consulting and bookkeeping initiatives. Instead, report reflects that the organization wants to be bigger, which isn't necessarily true. Needs to be discussed by board, and language in report needs to reflect that.
 - Big concern is that report recommends that vision & mission be tailored to match what funders want.
- Executive summary alone, not body of report, is not as inflammatory as some of the wording in the report makes it appear.
 - Concern is really #4: aligning vision and mission with interests of key and potential funding sources
- Concern about over-reliance on Jill. Recommendations for succession planning and development are valuable. We need to give structure to the organization, and we need to build plan to get there so that we can show funders how we're going to do this and how we need their help with funding.
- With funding source recommendations in proposal, there may be value in approaching donors who aren't currently being considered.
 - Ex. recreational fishers (Trout Unlimited, etc.) who donate to habitat issues.

- Perhaps there is alignment even if some of the motivations aren't in line.
- We could put together a policy to review and determine whether we want to approach certain corporations as part of the fundraising committee.
- We could tie in environmental outcomes if we help with capacity building for organizations that have a direct tie.
- Consider creating space in board discussions for consideration of future reports and related issues

Decision: Create an ad hoc board committee to review and respond to report and take it off of Jill. Jill could be part of committee. Kristy, Jill, Chris, and Michelle. Chris will chair this.

- Timeline: Aim to respond to consultants in the next few weeks. No rush to get back to Frey, but they do want to see the report and our corresponding plan within a year.
 - At some point, pass a resolution in support of Jill as executive director in future business meeting.
 - Jill will send Chris a copy of the grant and consulting contract
- **Development director discussion**
 - Develop steps to hire position:
 - Consider using reserves once books are closed and audited
 - Consider putting together plan and asking funders for help?
 - Transition plan to implement strategic plan
 - Would take 3 years to get up to speed, most likely. Focus would be on major donors and corporations.
 - Issue is messaging
 - Need to show why what we're doing is important (metrics)
 - Can look at body of work and figure out how to relate it to donor.
 - We need to make sure we have the resources for the person to succeed. Hiring the person on their own may not be enough.
 - Need to be able to distill what we're doing and translate into positioning statements.
 - Consider hiring a consultant to evaluate fundability of current mission. Ask Mark for advice.
 - Need to be able to measure toward outcomes (evaluation consultant).
 - Then bring in development storyteller and figure out messaging.
 - Could we ask funders what their expectations are for funded work with difficult to measure outcomes? (ex. does Walton have a methodology?)
 - Have the fundraising committee tasked with helping develop plan for hiring a development director?
 - Consider funding this position as part of campaign and leverage funds raised to request additional funding from donors
 - Build multi-year plan that includes development director and ask for funding to achieve plan.
- **Strategic Planning**

- New idea of being a backbone through the Great Lakes network, and trying to make connections between the policy work we're doing and the types of groups we're supporting. Then request funding for outside evaluators (ex. social network analysis currently being funded).
- Coordinate and amplify work of parties within the bi-national network.
 - Appears to be a need for it among donors.
 - Erb appears to be open to letting FF figure out what needs to be done to fix silo issues in movement.
 - Michelle will send example from seafood movement (conservation alliance for seafood sth...) - Packard Foundation provided \$30mill.
- Report points to potential need to change staffing to align around new work. Organization is at a pivot point.
- If Freshwater Future is driving the network, should Freshwater Future become the network? Should that be what the network/concept is called? An identity thing?
 - Example: Chicago Wilderness

Final Discussion Points / Action Items

Personnel Issues / Development Director

- Consensus to redirect funds currently pegged in FY 2016 budget for expanding the book-keeping consulting program toward hiring development director
- Board agrees that we should focus those funds on hiring a development director and re-visit the bookkeeping-consulting work at a later date

Strategic Planning Process

- Most Recent Board Strategic Plan from board was 2011 covering 2012-2013
- Staff did a plan for 2014-2015
- Jill Recommends doing a 3-year plan
 - Michelle suggests plan looking 5-10 years out for bigger picture with shorter term strategies focused on 1-3 years
- Lindsay: focus more on impact outcomes (agreement)
- Suggestion about asking Tim to volunteer some time

Committee Assignments

New Committees:

Responding to DWH Report Committee

- Chris, Kristy, and Jill
- Discuss formal response to consultant in early October

Board / Staff Strategic Plan Committee

- Staff: Jill, Ann, April
- Board: Lindsay, Michelle, Gary

- Flag -> can we do a strategic plan for Canada as well as U.S.
- **Committee to evaluate funding source / pre-planning work (in coordination with DWH response committee)**

Existing Committees:

- **Fundraising (Chris, Lindsay, Deb, Glenn)**
 - Conversations w/ other similar organizations about lessons learned in hiring a development director (OEC, Alliance, etc.)
 - Begin planning major gifts campaign for board
- **Finance (Michelle, Karen)**
 - Address moving to accrual basis accounting
 - Establish regular meetings
- **Governance (Kristy, Holly, Glenn)**
 - Priority to recruit new board members