

**ForeverGreen Trails Board Meeting  
Tacoma Nature Center  
Minutes for December 14, 2016**

**In Attendance:** Chris Beale (President), Brianna Charbonnel, Mary Dodsworth, Jane Moore (Executive Director), Alan Carter Mortimer, Shawn Phelps (Secretary), Lyle Quasim, Terry Reid, Kurt Reuter  
Guests: Don Partington, Liz Heath – Sound Nonprofits

President Chris Beale called the meeting to order at 12:08 pm.

**Review and Approve Minutes** Shawn moved to approve the November 9<sup>th</sup> minutes, Alan seconded. The motion was approved unanimously.

**Financial Update** Executive Director Jane Moore directed the Board to the financial summary on the back of the agenda. There is currently \$20,430 in general operating funds available. Jane provided a handout showing the financial summary from the Pierce County Trails Conference. There was a \$6,582 net profit from the conference.

**Executive Director Report** Jane reported that she received a Community Partner Award from the Salishan Community Health Advocates for participating in a walk in the community that included a walkability audit. She relayed that more walking audits will occur with the funds ForeverGreen received from the Tacoma-Pierce County Health Department grant. Jane said she will be going to the South Tacoma Community Council next year to discuss walkability.

Jane pointed Board members to the handout that shows our short terms goals and status. She noted that we have accomplished a lot this year on many of the goals.

Jane and Chris talked to the Board about the N. 21<sup>st</sup> Street design options in Tacoma. The City is replacing the aging power poles and redesigning the streetscape as part of the project. The City Council was unable to decide on either of the two alternatives, so the decision now up to the Tacoma Public Works Department.

Jane told the board that she will not be renewing her contract as the PW ATCOI Administrative Coordinator. This will allow her more time to devote to ForeverGreen and to retirement activities, such as traveling. Her current contract ends in January, but she will work through February.

**2017 Officers** Chris said he is willing to continue as President unless anybody else wants be nominated. There were no takers. Terry Reid agreed to be nominated to Vice President and Alan did the same for Secretary. Lyle moved that these three officers be elected, Mary seconded, and the motion passed unanimously.

The Treasurer position will be left open until Jane and Chris can speak with Tim Payne. Tim has not indicated whether or not he wants to remain Treasurer.

**Organizational Development** Liz Heath guided the Board through the remaining policies that were not adopted in November. There was one minor revision needed to the Document Retention Policy that Alan had found. Shawn moved adoption of this policy with the revision, Alan seconded, and the motion passed unanimously.

There was discussion about the Whistleblower Policy, surrounding a comment that certain actions should be

reported to law enforcement rather than Board officers. Liz recommended that typically either the Executive Director or the President should be notified first to determine whether law enforcement involvement is needed. Excluding language about law enforcement does not preclude a Board member from going straight to the police when warranted. Liz explained that the focus of this policy is mostly about preventing retaliation. Alan moved adoption of the policy with no changes, Shawn seconded, and the motion passed unanimously.

The Compensation Policy was discussed. Mary suggested that “highly compensated” be changed to “compensated”, to cover all paid employees. A revision was suggested to the beginning of the 3<sup>rd</sup> paragraph to change “The designated Board member...” to “A designated...”, so that any Board member could do the prescribed research. Shawn moved adoption with these two changes, Mary seconded, and the motion passed unanimously.

Liz guided the Board through a redline/strikeout version of the Bylaws that she prepared. She suggested that Article II, “Members”, be removed entirely since we are not a member organization. There was discussion surrounding Article II, section (2) regarding whether Founding member should be able to vote and whether their vote should count towards a quorum. This will be discussed further in January. Liz noted that she still needs to write Article VIII, “Committees”. There was discussion about whether to eliminate the Executive Committee, but it was decided to be retained. There was discussion about whether E-mail voting and/or voting by proxy should be allowed. Liz revealed that voting by proxy is illegal in Washington. She also communicated that E-mail voting is only legal if 100% of members agree to vote and 100% vote the same way. This is nearly impossible to obtain. Liz will revise the Bylaws and bring them back in January.

**Other Information** Jane informed that Board that the January 11<sup>th</sup> meeting is the annual retreat, which will include lunch and last from noon until approximately 5pm. Liz reminded the Board that they need to work on goals for three years for the 501(c)(3) application.

Chris adjourned the meeting at 1:31 pm.