

**NCTA Board of Directors Meeting Minutes  
December 1, 2007  
Ramada Hotel, Grand Rapids, MI**

ATTENDEES

**Board Members:** Joyce Appel, Lyle Bialk, Carl Boesel, Mary Coffin, Jack Cohen, Dave Cornell, Garry Dill, Larry Hawkins, Alicia Hoffarth, Jim Hudson, Sarah Julien, Bobby Koeplin, Al Larmann,, Gaylord Yost

**Staff:** Claire Cain, Andrew Bashaw, Erin Lesert, Matt Davis, Bill Menke, Tiffany Stram, Bruce Matthews

**NPS:** Tom Gilbert, Fred Szarka

CALL TO ORDER

- By Cornell at 8:30 am
- Introduction of staff, NPS and Board of Directors

REVIEW AND APPROVE MINUTES

- Hawkins moves to accept August BOD meeting . Coffin 2<sup>nd</sup>. Passed
- Yost move to accept Executive Committee meeting minutes, Sept. 20, Oct. 3, Oct 29, Nov 19. Bialk 2<sup>nd</sup>. Passed.

CONSENT AGENDA

Koeplin suggests dating reports to indicate when activities in reports took place. Also include things to be done in report.

Consent agenda was adopted

MEMBERSHIP REPORT

- Lesert - Though membership is down from last year, October 31, 2007 report is up 2.7% from previous month.
- Matthews – Last year’s year end membership drive/direct mail did not go out. The direct mail membership drive has gone out this year Thanksgiving week. We should expect to see significant changes in membership in next few weeks.
- Hudson – What other factors are playing into reduction of membership?
- Cornell - Membership services and outreach suffered during the period of no Executive Director.
- Larmann – The perceived value of membership decreased.
- Matthews – We have plans to do membership survey within next 2 months.
- Larmann - Financial problems and older demographics could also be a problem.

- Coffin – North Star targets members. We need to make it enticing to potential members.

### DEVELOPMENT REPORT

- Matthews – new member/direct mail appeal: 55,000 pieces went out to members of similar organizations, subscribers of outdoor magazines and NCTA contacts. Typical response we've received in the past is 1-2%. Response of 1.2% breaks even.
- Cornell – Encourage all board members to give so we have 100% support from board.
- Matthews – 100% of staff contributed.
- Matthews – Suggest setting up Development Committee.
- Hoffarth moves to establish Development Committee.
- Coffin 2<sup>nd</sup>. Passed.
- Hudson – What is focus of committee (membership, revenue, etc.)?
- Cornell – Duties of committee are to develop funds.
- Matthews –Part of committee's task is to work with staff to coordinate effort to make sure staff can follow through so promises made can be kept.
- Cornell – Leinen will be interested on being on the Development Committee. Others interested talk to Koepplin today.
- Julien, Hudson agreed to serve on Development Committee with Koepplin.
- Koepplin- request that the current policies that are a matter of record be sent electronically to the Board so they can be reviewed and be addressed at the next meeting.
- Founders Circle – Dill suggests getting Founders Circle off the ground ASAP.
- Leinen (via Dill) suggests Founders Circle contribute \$500/year. Dill thinks too low – suggests \$1000 which would include board members travel expenses that they have donated back to NCTA.
- Cornell – Expectation isn't so much how much they give, but what they get.
- Founders Circle will give publicity to members in the right way for their contributions.
- Solicitation should not be made until we know how we're going to show recognition to the donors. We need a plan so donors will know what they get.
- Lance Feild was instrumental in getting the trail authorized by congress and then began NCTA.
- Dill suggests donors give a minimum of \$1000 for two years.

### FINANCIAL REPORT

#### A. 2007 YTD and Year-end projections

Year to date currently is a loss. Last year adopted first ever deficit budget to continue to fund trail development program that was instituted during course of that year. Deficit grew through year larger than expected. Revised 11/21 is correct copy. At this point, year end projection is approx. \$75,000 loss.

#### B. FY '07 audit

Lesert – We have had audits in the past with exception of last year’s review – all with the firm, Hungerferd. Lesert feels it would be prudent to go with same firm for ’07 audit. After ’07 audit can go out for bid.

Board went into executive session at 9:35 to discuss budget.

FY ’08 ANNUAL BUDGET RECOMMENDATION (EXECUTIVE COMMITTEE)

A. Motion 1 (Moved Yost, second Koepplin). Passed 12 to 1

Whereas the dues structure for membership in NCTA has remained unchanged since 2001; and Whereas many similar trails organization dues are significantly higher than NCTA’s; and Whereas NCTA’s revenues require growth to balance increased expenses;

Be it so moved that, effective January 1, 2008

- (1) Dues for an individual membership in NCTA be established at \$46; and
- (2) A family membership category be created at \$60.
- (3) Introductory membership set at \$23.
- (4) All other categories and amounts remain the same.

B. Motion 2 (Moved Koepplin, second Hoffarth). Passed by unanimous vote

Whereas, it is Board policy to set the rate at which field grants are funded through a percentage of membership dues collected; and Whereas, the Board seeks to annually affirm this rate; and further, Whereas, even with a decrease from 12 to 10%, projected revenues from raising membership dues call for more actual dollars allocated to field grants in 2008; Be it so moved that the percentage of membership dues allocated to field grants in fiscal year 2008 be changed from 12% to 10%.

C. Motion 3 (moved Yost, second Keopplin). Passed by unanimous vote.

Whereas it is Board policy to set the rate at which chapters are funded by a percentage of membership dues collected; and Whereas the Board seeks to annually affirm this rate; Whereas, even with a decrease from 25 to 20%, projected revenues from raising membership dues call for more actual dollars allocated to chapters in 2008; Be it so moved that the percentage of membership dues paid to chapters in fiscal year 2008 be changed from 25% to 20%.

D. Motion: (Koepplin, Hawkins second) to adopt NCTA Fiscal Year 2008 budget as proposed. Passed by unanimous vote.

Executive session ended at 12:00 pm

REPORT OF AD HOC COMMITTEE TO REVIEW NEW BOARD ORIENTATION HANDBOOK

- Board orientation handbook passed out.
- Page 6 “To assist, a Board of Directors Manual...” should be changed to “To assist, a Board of Directors Reference Manual...”

- Also page 6 “This Handbook will be...” should be changed to “This Manual will be ...”
- Page 8 organizational chart needs revision.
- Page 3 contact Matthews/Larmann for language under Travel Reimbursement.
- More revisions needed.
- We also need a Board Reference Manual.

#### REPORT ON OUTCOMES OF NCTA STAFF RETREAT

- A. Four big ideas
  - Big membership (cornerstone of organization)
  - Big development
  - Big recognition and appreciation  
Unique relationship with NPS
  - Trail development & strategic completion
- B. Executive Dashboard – series of gages to measure progress of staff.

#### REPORT FROM NATIONAL PARK SERVICE

- Szarka, Gilbert, Cain, and Matthews will meet with people in Vermont to get more buy-in for extending trail.
- Extension would be about 30 miles of trail to the Long Trail. NCT would follow Long Trail to AT.
- Updated National Trails System map passed around.

#### POLICY ISSUES – ESTABLISH AD HOC COMMITTEES

- Concerns have been expressed with chain saw policy as to whether it needs to be adjusted by Board to better communicate with volunteers.
- Need a policy regarding use of trail machinery such as a ditch witch.
- Cain – Intent of policy doesn’t need to be revisited, education of the policy needs to be done better. Better guidance needed.
- Need better processes in place for when volunteers are applying for grants on behalf of NCTA.
- Suggests creating a team to review policies. Proposed changes will be brought to Board in August.
- Koeplin – Suggests having education workshop/overview at Conference.
- Cohen – Companies that supply the equipment may be interested in doing trainings themselves.
- Szarka – Grip hoist system should also have training.
- Gilbert – NPS needs to be involved in this process.

#### STAFF TEAM HANDBOOK REVISIONS

Matthews - Removed from agenda – didn’t have time to revise handbook.

#### BYLAWS REVIEW – ESTABLISH AD HOC COMMITTEE

- Cornell – We need bylaw amendment to adjust fiscal year. Also need amendment to change dates of meetings. Would like to redraft bylaws to

essentially have “president in waiting”. This would be a good subject for meeting in May.

- Propose to form an ad hoc committee to draft bylaw amendments or have staff do it. Bylaws have not been revised since Bob Papp left.
- Dill asked electronic copy of bylaws to be sent to Board so Board can review and suggest changes. Also, suggests making VPs president in waiting.
- Cornell – Would like staff to propose changes in bylaws.
- Yost, Cornell, Cohen, Hawkins, Hoffarth willing to serve on ad hoc Bylaw Committee.

#### ADVOCACY UPDATES

- Cornell – Can not use federal money to hire lobbyist/lobbying. We can use NCTA funds less than 20% for lobbying.
- Hike the Hill – February 11-14 this year. Hosted by American Hiking Association. This is one of the major efforts done to increase funding. Let Bruce know if interested in doing this.
- Gilbert – This year Steve Elkinton is calling meeting of all Federal Trail Managers at same time.
- Szarka and Gilbert will be in Washington during this time.
- Partnership is celebrating 40 yrs of the National Trail System Act this year.
- Leinen will be NCTA representative with partnership in place of Derek Blount.
- Arrowhead reroute – Davis – local government outreach is just about finished. St. Louis County and Cook County are two hold-outs. There is a significant list of communities supporting reroute.

#### PASSWORD – PROTECTED BOARD SECTION ON WEBSITE

- Matthews – Transition from paper/email to enable board members to download information. Hope to have password protected section on website by May meeting. All documents needed to prepare for meeting will be here. Would only be accessible by board members.
- Koeplin – suggests archiving documents after board meeting has passed.

#### FOR THE GOOD OF THE ORDER

Skills desired in potential board members - Development, land trust/real estate, fundraising, marketing.

Hudson moves to adjourn meeting. Cohen 2<sup>nd</sup>. passed

Meeting adjourned at 2:30pm.

Next Meeting: Lowell, MI, May 3, 2008

