

Friends of the St. Joseph River

Board Meeting held via Zoom – Thursday, February 22, 2024

Respectfully submitted by Chris Temple

Matt Meersman called the meeting to order at 1:01 PM.

Board Members Present: Eric Kerney, Doug McLaughlin, Annie Klehfoth, Danielle Meersman, Matt Meersman, Ron Niezgodski, Jeff Reece, Kim Sinclair, and Chris Temple

Watershed Council and Others Present: Kyle Burchett, Jared Harmon, Matthew McLaughlin, Ryan Reincke, Jill Town, Aimee Wentworth, and Patrick Wilshire

Minutes: Matt asked if anyone had questions about the January Board meeting minutes that had been posted on the Friends website. There were no questions. Chris Temple moved that the minutes be adopted, and the motion was seconded by Ron. The motion was adopted by unanimous consent.

Treasurer's Report:

Kim Sinclair emailed a copy of the Treasurer's Report to the Board shortly before the start of the meeting. Matt shared a copy of the financial report documents on the Zoom screen with everyone. Doing a regular internal audit, Kim explained that she recently caught a previous error and explained the accounting details, and she said the error is addressed in the January report. After reviewing the January Balance Sheet, Kim explained an Income line item on the Profit and Loss Report that she thinks was a \$1,000 donation that came from the Evergreen Foundation. Danielle Meersman described herself as serving as a volunteer unofficial assistant treasurer, and she confirmed Evergreen as the donation source. Kim explained that she accidentally created a double entry for last year's Watershed Celebration event, and she created a "Correction for Duplicate Entry" line item of \$515 to correct the error on the Profit and Loss Report. Kim thanked Crowe for its \$250 donation that is also noted on the report and summarized some other income and expense activity such as our Post Office Box fee and membership income. Danielle asked a question about the accounting details for whether the returned items were claimed as both expenses and income. Kim confirmed that everything is accurate with the balance calculation for the checking account, and Daniel agreed that made the accounting statement accurate. Jeff Reece moved to accept the Treasurer's Report. Doug McLaughlin seconded. The motion was adopted by unanimous consent.

Old Business

1. Board Action taken via email: No action taken.

2. River Cleanup & Board Member Liability insurance: Chris gave a brief update that he and Matt had submitted an insurance quote request to Alliant Insurance Corporation on Monday, February 12th. The premium quote is expected back soon, and Chris will share it with the Board when it becomes available. It was a rather cumbersome and complex questionnaire, but this insurance research initiative was deemed prudent after the trash pickup event and the watershed celebration event in 2023. Looking into the possibility of insurance coverage for Friends has led to questions about liability protection, D&O coverage for the Board, and even website/IT privacy considerations. Danielle mentioned being involved with another volunteer

board for another organization in Indiana and their most recent annual D&O insurance coverage renewal was a little bit more than \$600. This serves as a possible estimate for what the Friends might expect to hear back from Alliant.

3. Watershed Celebration Event: Matt explained that the event like last year is going to be held in conjunction with the St. Joseph River Basin Commission Symposium on Friday, May 10th at the Covered Bridge Farm County Park over in St. Joseph County, Michigan near Three Rivers. The Board had previously authorized a down payment to reserve the meeting location on this date. Carolyn made the payment using St. Joseph County Conservation District funds, and the Board wanted to reimburse this expense. Ron Niezgodski motioned that the Friends reimburse the St. Joe County Conservation District. Kim seconded the motion. The motion was adopted by unanimous consent. All of the other details for the event are still being worked on.

New Business

1. Annual Membership Meeting

Matt explained that the Friends is a membership-driven organization and so we have to have an annual membership meeting. The membership elects our Board of Directors, and the membership meeting has been held virtually and in March in recent years. There are 15 members of the Board total, and we have five Board of Director members whose tenure expires soon. A volunteer typically serves as nominating committee chair and organizes a nominating committee to seek new Board members and/or ask if current Board members would like to serve another three-year term. Kim Sinclair moved for an annual membership meeting to be held via Zoom on March 28th. Seconded by Jeff Reece. The motion was adopted by unanimous consent. The Board members with expiring tenure are Carolyn Grace, Danielle Meersman, Jeff Wenzel, Eric Kerney, and Daragh Deegan. Ron Niezgodski volunteered to take the lead as nominating committee chair and will contact the Board members whose terms are expiring. Jeff Reece volunteered to help Ron and can provide contact information from the Friends WildApricot database as needed.

2. WildApricot website software

Friends pays a fee to use the WildApricot software platform to manage its website and its annual membership renewal process. Coming up in late March, WildApricot will be updating the terms of its service agreement. This will influence the checkout process for all transactions made through our WildApricot website. As a part of their updates, WildApricot states that purchasers will be prompted to review and accept our organization's policies related to Information Privacy, Refund Practices, and any other Terms of Service. The WildApricot software company has provided contact information for a preferred provider who can help the Friends develop legal policies. Danielle mentioned that these online business practice concerns are more prevalent in a European and GDPR context – not so much in the United States. Kim Sinclair mentioned that the WildApricot company is based in Canada which may be influencing their motivation for requiring this. Matt wondered what is the minimum threshold of action that the Friends can take in order to be able to continue to process credit card payments. Danielle Meersman commented that the liability risk for a group like the Friends is minimal. Ron Niezgodski asked Kim if she could estimate how many credit card payments get processed by

the Friends annually. Kim answered that it is a significant number because 90% of Friends annual membership renewals are paid via credit card through the website. Danielle agreed that the number is significant. Patrick Wiltshire also asked what does the Friends customer service/privacy agreement with WildApricot state and what is the minimum that the Friends could do to satisfy liability concerns. Patrick suggested that “going on the cheap” seemed like the smartest way to approach this. Danielle commented that she thinks the risk for the Friends is pretty minimal overall. Doug McLaughlin interjected that this conversation seemed to reinforce the idea of D&O liability protection for the Board. Matt asked the group if anyone would like to take the lead in investigating this. Kim Sinclair volunteered to investigate what actions need to be taken by the Friends and Danielle offered to help.

3. Revising and updating Friends website content

Matt discussed a housekeeping item related to the Friends website. There is some online content that is out-of-date and can give the wrong impression that certain grant-funded initiatives are still underway. Additionally, a grant enabled the Friends to hire a full-time staff member years ago but only for a limited period of time in the organization’s history.

Given the recent legislative activity regarding wetlands by the Indiana General Assembly, a general Google search can take a person to our Wetlands Partnership page, but that content is “dusty” and misleading due to its age.

Matt mentioned that Jeff has been super helpful with doing Friends website maintenance in the past. Chris volunteered to help tweak the language on the website to make it a more historical Friends perspective where appropriate. Jeff said he would be happy to help Chris adjust the online content, and Jeff said that WildApricot has been very supportive and responsive with any technical questions regarding website maintenance. Doug McLaughlin mentioned the possible advantages of using an archive feature on the website. Matt mentioned the example of a link on the current website to make a “wetland donation” and the “Wetland Partnership Project” under “Become a Friend”, but this content implies that an active project is still underway which is misleading.

4. Matt McLaughlin – Matt McLaughlin is the MS4 coordinator for the Indiana Toll Road, and he is grateful for the scholarship grant from the Friends group for the Watershed Leadership Academy. Matt McLaughlin was excited about project idea for possible signs getting added along the Indiana Toll Road to mark watershed boundaries. Matt McLaughlin was grateful for the signs idea, and Matt McLaughlin shared that Toll Road executives were really excited and receptive about the potential project. Matt Meersman confirmed that the Friends would be able to provide the coordinates for the boundaries. Matt McLaughlin mentioned the signs project might get done in late summer or Fall 2024. There was a detailed discussion about the specific granularity of the boundary data, and there can also be complications if the project starts to include major/minor tributaries like Pigeon, Fawn, and Elkhart. Matt Meersman mentioned the idea of possible signage for all the waterbodies along Toll Road that are currently signed, such as Christiana Creek and Juday Creek. Matt McLaughlin thinks that the Toll Road might traverse six watersheds. There was general agreement that the project should be careful about creating too many signs (i.e., eleven signs versus six signs). Matt McLaughlin and Matt Meersman agreed that the non-arbitrary 8-digit Hydrologic Unit Codes (HUC) code system might

provide a criteria for creating two classes of signs. Matt and Matt agreed to coordinate what water bodies and signs ought to be recommended to the Toll Road's upper management.

Items from the Floor (Watershed Council and Visitors)

1. Announcements

A. Kyle Burchett announced that the LaGrange Soil and Water Conservation District is having their annual meeting on March 14th. A fish fry will be included, and it will be in conjunction with the Steuben Soil and Water Conservation District. No registration is required, but a phone call RSVP to the office is helpful.

B. Matt Meersman mentioned that Brian Will is organizing a trash pickup on March 16th and an online volunteer sign up can be found at this link:
https://www.signupgenius.com/go/5080D49ADA822A0F85-48041281-citizens?utm_campaign=website&utm_medium=email&utm_source=community.citizensclimate.org#/

C. Chris reported that he received the "Conserve-a-Nation" insurance quote from the Aliant Insurance company via email during the meeting and that he would schedule a meeting with the company to discuss policy details and the quote. He briefly read the annual premium amounts for Directors and Officers coverage is about \$700. Chris stated that he would forward the insurance details to the Board.

Ron motioned to adjourn the meeting. The motion was seconded by Danielle Meersman. The motion was adopted by unanimous consent. Matt Meersman adjourned the meeting at 2:13 PM and thanked everyone for their attendance.

The next Friends meeting will be held via Zoom on March 28, 2024 from 1:00-3:00 PM.