

BOARD OF TRUSTEES MEETING MINUTES

THE WILD CENTER

July 3, 2017 – The Wild Center, Tupper Lake

1:00 PM – 3:30 PM

Board Present:

Paul Alioto, Tom Aydelotte, George Cigale, Lynn Fox, Charles Frenette, Rick Godin, Sally Hart, Nancy Howard, Michael Hunsinger, Thomas Jorling, Peter Kindler, Betsy Lowe, Rich Malloch, Paul Maroun, Jack Ryder, James Schoff, Nancy Simpkins, Charles Svenson, and Karen Thomas.

Board/Advisory Board/Staff Present via Conference Call:

Joe Beck, Obie Clifford, Joel Treisman, and Eugene Zeltmann.

Advisory Board Present:

Tim Barnett, Lynn Birdsong, Barbara Grose, Gary Hartwick, Bill Hutchens, and Carl Shedd.

Board Absent:

Michael Bettmann, Chris McFadden, Linda Rosenstock, and Sandra Strader.

Staff/Consultants Present:

Marci Bencze, Hillarie Logan-Dechene, Robin Ellis, Jen Kretser, Bob Kronenberger, and Stephanie Ratcliffe.

Welcome

Discussion:

Nancy Simpkins called the meeting to order at 1:07 pm and welcomed all in attendance in the room and on the phone. Interns were then asked to introduce themselves. Nine of them live in the new intern house, two are at the house on the river and a few others are living locally.

- Interns very important to programming.
- 20 programs during the summer are done by interns.
- Enables us to reach mission and visitors.

I. Approval of Minutes

Discussion: A motion to approve the minutes of the May 1, 2017 meeting was unanimously approved.

Paul Maroun motion, Tom Aydelotte second.

II. President's Report

Discussion: Nancy Simpkins provided a brief report sharing the following points:

- Acknowledged Trustee Bob Friedman’s 18 years of service to The Wild Center as he had recently retired from the Board.
- Will be a different format for upcoming Board meetings, less report outs and more generative discussion per Bill Ryan’s advice at the May Board meeting. This should help move TWC into a more mature stage of the life cycle.
 - Other work such as creative thinking, due diligence, etc. will be done by committees.
- She had recently met with co-chairs of the Adirondack Experience (Adirondack Museum), came up with idea to collaborate on something with them. Maybe just a combined dinner when Boards meet in New York City.

Executive Director’s Report

Discussion: Stephanie Ratcliffe shared the following new additions to the visitor experience as well as program highlights:

New Additions

- iForest
- Augmented reality sandbox
- Amphibian Pond
- Decomposition Tank
- More staff in Planet Adk
- Forest and Trees II
- Wild Walk path paved
- New equipment (Bobcat with forklift attachment, etc.)
- Indoor and Outdoor labels reprinted

Program Highlights

- Dr. Peter Raven
- Dr. Christine Grozinger
- Adk Life Photography
- SUP with pup
- Art in the Park
- Sunfest – August 21
- Adk Pollinators Project
 - Partnered w/Adk Action, LP Land Conservancy, Common Ground Garden
 - Year-long, multiple sites across the Park
 - Seed packet distribution

Good Stories to Know and Tell

- TWC Discovery Pass Usage in 2016
 - 1,399 uses
 - 2,635 individual admissions

- o All 41 libraries had at least one visit
- o 9 of the new libraries are part of new Moving toward Library Membership program – Admits 2 adults at ½ price and up to 4 children for free.
- Construction of parking “meadow”
 - o 95% non-native scotch pines removed from site.
 - o Chips were taken to Fort Drum for bio-mass heat.
 - o Edges of parking meadow planted with wildflowers for pollinators.
- Tupper Lake Town Park Project
 - o Constructed with the help of a grant.
 - o Caroline Welsh worked with us on project.
 - o Signs along waterfront walkway with some interactives.

III. **Financial Report**

Discussion:

Bob Kronenberger provided the following observations of the finance committee regarding attendance:

- YTD total attendance through June 2017 is up 2% from 2016 (difference of 700 visitors).
- YTD paid attendance is up 1% from 2016.
- 2017 total attendance budget is \$141,000 (down 2% from 2016).

Admission Revenue

- YTD 2017 admission revenues from June are up 4.5% from 2016 (about \$12,000).
- 2017 admissions budget is \$1.48mm, \$30,000 less than 2016.

Earned Revenues

- 2017 YTD Membership revenues are 9% above budget and last year.
- YTD Store revenues are even with 2016, while café revenues are slightly lower.
- 2016 Auxiliary activities includes \$6,000 sale of equipment.

Support Revenues

- 2017 Operating Support revenues 11% under budget YTD.
- Annual Fund \$80,000 under budget YTD.
- 2017 Support includes \$153,000 draw from endowment.

YTD Revenues as part of total 2017 Budget

- YTD actual revenues accounts for only 19% of our annual revenue budget.
- Only 10% of budgeted 2017 earned revenues realized YTD.
- Only 30% of budgeted 2017 support revenues realized YTD.

Functional Operating Expenses

- Total 2017 YTD operating expenses are \$312,000 under budget.
- 5 new staff members on payroll and one development position open.
- Average of 4% staff salary increases effective in March.
- New outdoor exhibit opened in May.
- TV as campaign launched in April.
- Facility expenses budgeted but not yet completed: \$65,000.

Income Statement Forecast

- 2017 earned income \$15,000 above budget.
- 2017 operating expenses \$312,000 under budget.
- 2017 operating support \$96,000 below budget.
- Overall 2017 YTD results are similar to 2016 and \$230,000 favorable to plan.

Balance Sheet Highlights

- Bank line of credit \$750,000. \$550,000 drawn as of June 15.
- Wild Walk term loan balance \$1mm with \$100,000 principal payment due Dec 2017.
- New term loan of \$61,000 to finance purchase of Bobcat utility vehicle for facilities. Loan is payable monthly over 60 months.
- Including the outstanding Wild Walk pledges and Gala commitments, term loan balance ~\$63,000.

Endowment Performance

- Current portfolio weighting is 74% stocks, 26% cash and bonds.
- Purchased a \$250,000 10 year Treasury Note in Q1.
- Portfolio widely diversified via mutual fund holdings and Treasury Notes.
- S & P gained 7.7% May 2017 YTD.
- Market value increase of \$343,000 in first five months of 2017.

Conclusions

- 2017 attendance off to a good start (+2% June YTD).
- YTD earned income up 11% year/year and ahead of budget.
- YTD operating expenses flat year/year and below budget.
- Contributions slightly below budget (but as of the end of June ahead of last year).
- Endowment performance remains strong @12% rate of return.
- Line of credit balance seasonally higher while cash on hand reduced to 15 days as of June 15.
- Financing options for parking lot pending.

Intern Housing Update

- Lease arrangement with seller finalized.

- One year lease, includes option to buy.
- Interns moved into house in May.
- Added smoke and carbon monoxide detectors but waiting until house is purchased to upgrade the staircase.

Parking Lot Update

- Finalized agreement with Tupper Lake Central School District (TLCSD) for use of parking meadow. Agreement gives us the right to use the parking meadow (~150 cars) whenever the museum is open, for as long as we are operating a museum.
- The project was put out to bid to 3 potential bidders. Received two bids and awarded the project to the low bidder (who also happens to be a local Tupper Lake business) with a bid of \$212,410.
- The project is well underway and should be completed before the end of June.

Parking Lot Financing Proposal

- Estimated project cost is \$220,000.
- Community Bank (CB) proposed various loan options, all based on a 60 month term.
- After reviewing the CB options, the Finance Committee recommends proceeding with a **secured variable rate loan**.
- Rate to be Prime less .75% (currently 3.50%) – monthly payment - \$4,002, total payments - \$240,120.
- We plan to use TWC’s money market account (~\$250,000) as security. The money market account is currently earning .20% annual rate of interest.

Board Resolution – Secured Loan

“The Wild Center Trustees hereby authorize the Director of Finance and Executive Director to complete a secured loan (not to exceed \$225,000 or a term of 5 years) to finance construction costs associated with the planned Wild Center parking lot expansion. Final loan terms subject to acceptance by the Board President and Finance Committee.”

A motion to accept the parking lot financing proposal as presented was unanimously approved.

Charles Svenson motion, Paul Alioto second.

Marketing Grant Resolutions

“WHEREAS, the Corporation has applied for a certain grant in the amount of \$130,625.00 (“the AA668 Grant”) from the New York State Urban Development Corporation d/b/a Empire State Development (the “ESD”) and the Corporation expects the ESD will make such Grant pursuant to the terms and conditions of a certain Grant Disbursement Agreement between the ESD and the

Corporation (“the AA668 Grant Disbursement Agreement”) Natural History Museum of the Adirondacks d/b/a The Wild Center – Market NY Grant CFA #51317, Project #AA668, a copy of which is attached hereto.

WHEREAS, the Corporation has also applied for a certain grant in the amount of \$300,000.00 (“the AB499 Grant”) from the ESD and the Corporation expects the ESD will make such Grant pursuant to the terms and conditions of a certain Grant Disbursement Agreement between the ESD and the Corporation (“the AB499 Grant Disbursement Agreement”) Natural History Museum of the Adirondacks d/b/a The Wild Center – Market NY Grant CFA #67727, Project AB499 for research and planning and production for a multi-media marketing campaign in form and substance substantially similar to previous Grant Disbursement Agreements with ESD.

NOW, THEREFORE, BE IT,

RESOLVED, that any and all acts and actions previously taken by the Corporation’s Executive Committee and any and all agreements or documents previously executed or delivered in connection with prior grant agreements with the ESD be, and they hereby are, approved and ratified as the true acts and deeds of the Corporation with the same force and effect as if each such act or agreement had been specifically authorized in advance by the full Board of Directors; and be it further

RESOLVED, that Robert J. Kronenberger, Director of Finance and/or Stephanie Ratcliffe, Executive Director of the Corporation are authorized, on behalf of the Corporation, to enter into the AA668 Grant Disbursement Agreement (a copy of which is attached hereto) in the amount of \$130,625.00 for the purpose of marketing the North Country region and to increase tourism and visitation; and be it further

RESOLVED, that Robert J. Kronenberger, Director of Finance and/or Stephanie Ratcliffe, Executive Director of the Corporation are authorized, on behalf of the Corporation, to enter into the AB499 Grant Disbursement Agreement additional ESD grant Market NY Grant CFA #67727, Project #AB499 in form and substance substantially similar to the prior Grant Disbursement Agreements with ESD and in the amount of \$300,000.00 for the purpose of research, planning and production of a multi-media marketing campaign to increase tourism to The Wild Center and the North Country region; and be it further

RESOLVED, that in connection with the AA668 Grant and the AB499 Grant, the Corporation be and hereby is authorized to execute, deliver and perform any and all documents, instruments and certificates that the ESD may require, including, but not limited to, the AA668 Grant Disbursement Agreement and the AB499 Grant Disbursement Agreement; and be it further

RESOLVED, that the foregoing documents mentioned in these resolutions or required by the ESD and any and all other documents deemed necessary, appropriate or desirable by the proper officers of the Corporation to effectuate the purposes of these resolutions be in such form and content as the officer(s) of

the Corporation executing same shall approve, such approval to be conclusively evidenced by the execution thereof; and be it further

RESOLVED, *that the proper officers of the Corporation be, and each of them acting alone hereby are, authorized on behalf of the Corporation to execute and deliver the foregoing documents mentioned in these resolutions or required by the ESD and such other documents and instruments and do any and all other acts they deem necessary or appropriate to effectuate the purposes of these resolutions, including, without limitation, to execute and deliver any subsequent amendments, extensions, or renewals of any such documents and any other agreement or instrument contemplated by these resolutions, which any of such persons deems necessary or appropriate; and that any and all documents heretofore executed and acts heretofore done in connection with the foregoing transactions or to effectuate the purposes of these resolutions are hereby in all respects ratified and confirmed; and be it further*

RESOLVED, *that any and all acts and actions previously taken and any and all agreements or documents previously executed or delivered in connection with the foregoing resolutions be, and they hereby are, approved and ratified as the true acts and deeds of the Corporation with the same force and effect as if each act or agreement had been specifically authorized in advance by the Board of Trustees.*

A motion to accept the marketing grant resolution as presented was unanimously approved.

Tom Jorling motion, Jim Schoff second.

IV. Development Report

Discussion: Charlie Svenson provided the following key initiatives since the May meeting:

- YTD Annual Fund and Membership up.
- Case Statement project in third phase – Jane Geever report will lead into Case Statement by Andrea Hopkins & Maggie Cohn. Timing on statement is early Fall.
- 3-year Development plan in progress.
- Intern House Appeal launch in August.
- Economic Impact up from \$14 million to \$27 million (new report was distributed).
- GoNorth International marketing has begun – fantastic way for North Country to generate new revenue.
- Identify your one person to cultivate today – Will, Robin or Hillarie are willing to help make connections.

V. Summer 2017 Marketing Update

Discussion: Stephanie Ratcliffe shared the following takeaways from recent Marketing work:

- Campaign launched Monday, May 15 – TV /Digital across cable and broadcast. So far the campaign has driven:
 - 12,056 website sessions
 - 1 hour and 16 minutes on wildcenter.org
 - TV has directly driven 2,602 website sessions
- Voiceover is needed to drive direct action from TV, although spots with no voiceover are working digitally and allow us to reach TV markets we can't afford like New York City.
- We have yet to see full impacts. Stay tuned, July and August will reveal more insights into the impacts of the campaign.

VI. Committee on Trustees

Discussion: Lynn Fox gave a brief update on the work of the Committee on Trustees:

- In process of changing Advisory Board position description.
- Recruiting new members, please give committee members names of people.
- Sent three docs to Board regarding the creation of Emeriti Trustee position, the majority was supportive of the idea.

Action: A motion to establish Emeriti Trustee positions was unanimously approved.

Lynn Fox motion, Tom Aydelotte second.

VII. Climate Change & Program Priorities

Discussion: There was discussion regarding our upcoming 2018 program priorities in relation to climate change given the state of what is going on in the outside world. Board members were asked to separate into groups to discuss implications and ideas. The following ideas were shared:

- Group 1 – We should be as politically neutral as we can as to not offend our contributors/supporters.
 - Expound on scientific statements already proven, shouldn't go too far beyond that.
 - Support green initiatives around the north country region, state, and country so we have alternatives to strong pollution factors.
 - Incite green programming and green energy ideas.
- Group 2
 - We are an educational institution, should continue to educate the public, "here are the facts". If we can demonstrate the facts, all the better.
 - How bold should we be? We shouldn't change directions from where we are or antagonize.
 - Don't get into fierce debates.

- o Give facts but don't engage in diminishing people's perspectives.
- Group 3
 - o In relation to climate change, we run the risk of being generic. Much of what we do could be done in Los Angeles in terms of the application of science and connecting it to youth, etc. If we step back to mission, maybe think about what makes us unique. Something about the Adirondack experience in the context of what is going on with climate.
 - o Northern Forest – Is it a carbon sync or are we better off having pristine wild forests? What if we had managed forests? Which will absorb more carbon, which would be more sustained?
 - o To be unique, we should think about a climate conversation using the Adirondack experiment as the “petri dish” and maybe move more toward the application of science vs. putting a fence around it and calling it forever wild.
- Group 4
 - o Struggled a little with generative discussion. Summarized in a slightly different way
 - o Climate change is highly politicized.
 - o In the context of an organization that is dealing with it in an interesting way, The Nature Conservancy comes to mind via a science based land management approach. They work with government and other parties with lots of different agendas.
 - o In terms of 2018 program ideas:
 - Conservation – because of resources here in the North woods, people should lean towards saving and conserving.
 - Water – Use and quality
- Group 5
 - o Educational mission – Help children learn and analyze data better.
 - o Adults – bring in human stories of climate change – floods, fires, etc.
 - o Boldness – Anti-science crowd becoming louder, they use demonizing tactics and alternative facts. As a small voice, we need to figure out how to be bolder and challenge people with education but not advocate. An example of being bold would be to have meatless Mondays in the café and explain the implications of eating meat.
 - o Don't want to lose our voice.

In other news, the \$500,000 NOAA grant is still in play but moved to negotiation phase. The emphasis is on New York State Youth Climate Summits (NYC, Catskills, Adirondacks).

- Youth climate summits would be underwritten for 3 years.
- NYS leadership push – good positive energy.
- Unpredictable – if it happens it will be huge.
- Started process 18 months ago.
- We could be a national model.

VIII. Executive Session

IV. Upcoming 2017 Meeting Dates

Friday, October 6, 2017 (TWC)

Monday, January 22, 2018 (NYC)