

**OLBRICH BOTANICAL SOCIETY
Board of Directors Meeting Minutes
June 20, 2023**

Members Present: Susan Goodwin, Maurice Sheppard, Philip Bradbury, Julie Bernauer, Bethany Ordaz, Bill Patek, Juscha Robinson, Betty Chewing, Liz Dannenbaum, Laurel Neverdahl, Tanya Zastrow

Members Absent: Alnisa Allgood, Laura Peterson, Renee Boyce, Matt Cornwell, Moira Harrington, Eric Knepp, Julie Rupert, Sandra Statz

Advisors Present: Jt Covelli, Barb Tensfeldt

Staff Present: Katy Nodolf, Liz Parker, Joe Vande Slunt, Lisa Laschinger

I. **The meeting called to order at 4:03 pm.**

II. **APPROVAL OF MINUTES**

A motion was made by Mr. Bradbury and seconded by Ms. Ordaz to approve the meeting minutes of May 16, 2023. Motion carried unanimously.

III. **PUBLIC COMMENTS**

There were no public comments.

IV. **REPORTS**

A. President's Report

Vice President Goodwin will be running today's meeting as President Allgood is unable to attend. Ms. Goodwin noted that future big topics – like today's discussion regarding committees – will be moved out of the President's Report and stand alone as its own agenda item.

Ms. Goodwin reminded Board Members of the previous meeting's discussion, where the Board began to consider which standing and ad-hoc committees they might form. A potential list of committees was circulated to Board Members.

Potential standing committees included: Executive (which has always existed), Governance, Human Resources (HR), Finance, and Development. Potential ad-hoc committees included: Master Plan, Royal Thai Pavilion 25th Anniversary, and Olbrich Gardens 75th Anniversary. And for the Board's reference, existing staff committees include: Community Engagement & Inclusion Working Group (which works on diversity, equity, and inclusion as part of its work), GLEAM, Home Garden Tour, Music, and Leadership Team.

While the conversation and brainstorming flowed between the committees and their relationships with each other, comments will be summarized by committee for clarity and understanding.

Executive Committee: The Executive Committee consists of the President, Vice President, Treasurer, Secretary, and Past President. Executive Director Tanya Zastrow and Development Director Joe Vande Slunt staff this group.

Discussion centered on Executive Committee's role and how it will work going forward. Members of the Executive Committee reviewed their current responsibilities, which included setting the agenda for the month's Board Meeting, undergoing a more thorough review of the financial audit in advance of the Board of Directors meeting, and overall taking a hands-on approach to assisting

the Executive Director with time-sensitive issues, which could include topics like finances, personnel, legal, or governance.

Governance Committee: While the Bylaws currently specify a Nominations Committee, a Governance Committee could include Nominations and more. Governance could assist with all aspects of Board development: onboarding, training, compliance, events for the Board, and a year-round focus on relationship and recruitment to build a better Board. Ms. Tensfeldt suggested that Governance could also regularly review policies, including the Bylaws.

HR Committee: Already in progress with assistance from Ms. Dannenbaum and Ms. Ordaz, but more Members are likely needed and certainly welcome. Assisting with an update of the OBS Employee Handbook, hiring of new positions, and will have a growing list of responsibilities as OBS continues to grow. Tanya Zastrow serves on this Committee, and Olbrich's new part-time HR Specialist will soon join this group.

Finance Committee: In early development with Treasurer Peterson. Interested members are Susan Goodwin and Sandi Statz, with Advisor Mary Phillips also interested in joining. Will develop a greater understanding and strategy of Olbrich's finances, long-term needs, and budgeting process. Staffed by Tanya Zastrow, Joe Vande Slunt, and Financial Coordinator Liz Parker.

Development Committee: This group will explore how we are raising money, which could include the annual fund, Board giving, programs, fundraising events, planned giving, capital campaigns, and more. Helps develop new donors, including major donors, and helps cultivate and steward existing donors. Helps with relationship mapping and building, helps the organization better understand who their donors are. Community engagement could also fall under the Development Committee, depending on how it is structured. Tanya Zastrow mentioned the existing Partnerships Form on the website that helps staff evaluate community partners and their programming requests.

Additional comments included:

- Each Committee will need a Board chair who is active and able to do the work, which is important for Board effectiveness and lessens the burden on staff.
- Committees should have 3-5 Members serving, and the Board should consider having Committee service be an expectation of Board service. If more Committee Members are required, perhaps we should consider expanding the Board.
- A suggestion from Mr. Sheppard regarding a re-organized flowchart that shows the committees reporting structure, so that the structure is clear to members and transparent to the public and supporters.
- A suggestion from Ms. Covelli to bear in the mind how the OBS Foundation interacts and intersects with the committees.
- A question from Mr. Sheppard that asked about examples from peer organizations. Members commented on their experience with other local non-profit boards and what has worked well.

Ad-hoc committees are to be activated at Tanya Zastrow's discretion. Mr. Patek gave an update on Master Planning discussions, which aims to have an RFP for consultants prepared by the end of the year. In 2027, Olbrich will celebrate its 75th anniversary, along with the 25th anniversary of the Royal Thai Pavilion, so there's some time before more substantial planning begins.

Next steps: The Board determined that they do not need to vote on these standing committees, and set a goal to have a description for each Committee ready for July's Board meeting. The Bylaws should be updated to reflect the final decisions on standing committees.

Ms. Goodwin previewed the rest of the meeting topics for the year, with no meeting planned in August, but potentially a potluck/get together between Board and staff.

B. Financial Report

- a. Liz Parker shared that financials are strong through April 2023, with most departments ahead of budget and last year in revenue, and most departments under budget in expenses. OBS is ahead of budget by \$118,411, compared to an anticipated budgeted loss of \$15,091.

C. Staff Reports

Tanya Zastrow shared that revisions and updates to the OBS Employee Handbook are almost complete. She will present the changes to the Board at an upcoming meeting. Mr. Bradbury recommended that our HR consulting firm, Lake Effect, attend as well, to help detail the updates.

Ms. Zastrow also commented on the recent passing of Jack and Marian Bolz, longtime champions and friends of the Gardens. She shared that Olbrich staff are working within the organization and with other non-profits on a way to best honor Jack and Marian.

V. NEW BUSINESS

There was no new business.

VI. ANNOUNCEMENTS

There were no new announcements.

VII. ADJOURNMENT

A motion was made at 5:32 p.m. by Ms. Bernauer and seconded by Mr. Patek to adjourn the meeting. Motion carried unanimously.