

**Maryland Environmental Trust
Board of Trustee Meeting Minutes
September 10, 2018**

Maryland Environmental Trust (MET) Board of Trustees (“Board”) Mary Burke called the meeting to order at 4:13 p.m. at 100 Community Place, Crownsville, Maryland 21032. Trustees in attendance were Mary Burke, Tom McCarthy, Julie Jitkoff, Major Gary Burnett, Royden Powell, David Greene, Mark Hoffman, Martha Anne Clark, Sarah Taylor-Rogers, Mike Pretl, Toby Lloyd, Goodloe Bryon, Jr., Senator Addie Eckardt and Delegate Jim Gilchrist. MET staff in attendance were: Bill Leahy, John Turgeon, Jon Chapman, Nora Jackson, Erin McNally and Kelly Price. Ted Sudol called into the meeting via conference line.

I. Call to Order

II. Presentation: Senator J.B. Jennings

J.B. Jennings was not able to attend. He will be rescheduled for later this year.

III. Board Work Plan & Governance Topics

A. Adopt Minutes

Mary Burke moved for approval of the minutes for April 2, May 7, and June 4 Board meetings. Julia Jitkoff asked that the minutes for May 7 reflect the re-elections of Toby Lloyd and Dick D’Amato to second terms and that Royden Powell had been elected to serve as an at large member of the Executive Committee. The minutes were unanimously adopted subject to the requested changes and corrections.

B. Chairwoman Report

Ms. Burke welcomed the new Trustees Jim Gilchrist, Martha Ann Clark, and Mark Hoffman. She also discussed the Governance Committee Goals, board evaluations, and the beginning process for selecting 4 more new board members. Ms. Burke and Wendy Hershey had previously met with Senator Mike Miller to discuss the new board members, and she gave a list of recommendations to him for his consideration. The names will be shared with the Nominating Committee.

The next topic discussed was the board retreat. Due to timing of events, the retreat, which was tentatively scheduled for September, will take place in December. More details to follow.

Ms. Burke reminded the board that if they will be involved in political activities, they must not use state resources and not mention they are affiliated with MET.

Due to the delay with FMF, the board needs to adopt a revised budget, and this will be discussed during the Finance Committee report.

C. Director's Report.

Director Bill Leahy presented MET's Annual Plan, MFR (Managing for Results) and two Dashboards. MET's staff gathered in August to discuss the goals for this next year, which is a continuation of last year's plan with an increase of numbers in some areas. This information was sent out in the board packet labeled 2018 metrics dashboard. This dashboard shows the goals and accomplishments that were completed. Director Leahy created a new 2019 Dashboard that he shared with the board. On that dashboard, he has made some improvements. The Director asked that all board members review the new dashboard and see if there are other any items that need to be added.

Director Leahy announced that Kelly Price, Erin McNally and Nora Jackson joined MET as staff. The staff's duties and responsibilities were explained as well.

Nora and Erin offered to bring members of the board along with them when they are out in the field monitoring. Many of the board members agreed and accepted the offer – Kelly Price was instructed to work with Erin, Nora and the board to help schedules dates that they are able to join in a group trip.

Director Leahy also noted that DNR has assigned Anna Lucente-Hoffman to help with our communications. Anna and Wendy Hershey are working together on stories and videos of land owners of conservation easements with MET. They are also creating a portal so that conservation groups can access good maps and see the stories from other areas in the land trust movement and MET.

Director Leahy announced that the Land Trust Alliance granted MET \$20,000 to fund a record specialist positions. MET has hired three contactors who will review 400 stewardship records to ensure all files are complete and identify where MET needs to create current conditions report. This process will be completed by the end of November 2018. Then creating current condition reports will be the next step. MET needs to have baseline documentation reports or current condition reports for all of its easements to be accredited, which is one of MET's goals

Director Leahy also confirmed that a working group is moving forward with planning next year's conference. They would like to create something that is a little larger and that will bring more attention. The conference dates are tentatively scheduled for May 16-17, 2019.

IV. Committee Reports

A. Governance & Nominating Committee

Mike Pretl announced that there is nothing to report at this time. The new committee list will be sent out via email to all members.

Mary Burke and Bill Leahy discussed having a meeting in September to discuss the Advisory Council. Mike Pretl stated that he would like to get more information on bylaws as well.

David Greene said that suggested that we have a joint meeting with the nominating committee and the Governance committee. According to the list that former board member Jay Plager put together last year – David Greene, Julia and Gary are all up for new term nominations. In addition to these board members, MET will need one or two more people added to the board. Mr. Greene noted that last year, the committee started early but still experienced delays in receiving names from the Governor, Speaker and President. Mr. Greene is hopeful that MET can fill the vacancies in a more timely fashion this year. He is requesting that all names and resumes be sent to him so he can submit them for review.

B. Finance Committee

Finance Committee Chair Julia Jitkoff discussed the private side budget report. She presented a revised 2019 budget that the Executive Committee approved, subject to full-board ratification, over the summer. The Executive Committee approved the budget because the original budget was predicated on FMF taking over many MET tasks. With the delay in the launch of FMF, MET needed to resume those activities, which is reflected in the budget.

Julia moved for approval of the FY 2019 Private side budget. Mr. Lloyd seconded the motion. The board voted unanimously to approve the revised budget as presented.

During the finance discussion, Director Leahy noted that MET does not get enough money from the State for funding our easement stewardship and monitoring activities, so was creating a task force to explore how MET could find more state dollars.

Ms. Jitkoff presented the year-end budget reports for MET's private side FY 2018, which ended June 30th. MET ended the year with a positive revenue to expense position, despite significant costs associated with stewardship and planning for the Foundation. This was due in large part to a windfall we received for the sale of the Indian Head property. Ms. Jitkoff moved for the Board to accept the yearend financial results for 2018-2019. Mr. Byron seconded and the 2018-2019 financial report was approved unanimously.

C. Easement & Stewardship Committees

Conservation Easement Program Manager John Turgeon said that the committee reviewed six new easement projects recommended by the staff to the Board. They met all MET standards and there were no further questions. The Stewardship and Easement committee did meet for over 2 hours regarding this information so it was reviewed accurately and not taken lightly. John Turgeon said that the information listed in the board packet provides an opportunity for the full Board to review the projects. Tom McCarthy moved to approve the Consent Agenda as presented. David Greene seconded the motion and the Consent Agenda was approved unanimously by the Board.

Approval of Consent Calendar:

- a.) Linda May Egolf, Trustee of the Linda May Egolf Revocable Trust dated August 8, 2007; 111.4 ac, Anne Arundel County with Scenic Rivers Land Trust
- b.) Expressway Corporation; 117.58 ac; Kent County
- c.) Michael Wharton, 16.422 ac, Baltimore County with Land Preservation Trust, Inc.
- d.) Philip D. English & Deborah B. English, 7 ± ac, Baltimore County with NeighborSpace of Baltimore County
- e.) Skyist Enterprises, LLC, 19.8145 ac, Baltimore County with Land Preservation Trust, Inc.
- f.) Amended and Restated Deed of Conservation Easement by Edward Delaney, Jr., Trustee of the Edward L. Delaney Revocable Trust Dated October 22, 2012 and Elizabeth L. Anderson, Trustee of the Elizabeth L. Anderson Revocable Trust Dated October 22, 2012 (609DEL01.TALB) 27.64 ac, Talbot County

D. Agricultural Committee

David Greene had nothing to report other than to welcome new committee member Martha Anne Clark to her first Board meeting.

E. Land Trust Advisory Committee

Director Leahy said that they Land Trust Advisory Committee met in August to discuss its annual priorities which will focus on developing the content and curriculum of the Annual Conference and helping to guide a survey of the land trust community in Maryland. Our last census was five years ago. We want to do a little more expansive research into the land trust community this census cycle. Information gathered will help to inform our planning to develop a more expansive and accessible land trust tool kit and directory of services.

F. Grants Committee

Director Leahy spoke about Keep Maryland Beautiful (KMB) program. MET recently had a meeting with the Department of Housing and Community Development (DHCD) and State Highway Administration (SHA) for funding for this grant. DHCD will be contributing \$150,000 and \$50,000 from SHA. DHCD also has a green up and cleanup program. The grants that are given with KMB are usually quite small but we are looking to increase the amounts given. Committee members also discussed the Keep America Beautiful Conference, which will take place in Baltimore in February 2019. MET would like to participate in this event and are working with DHCD to help facilitate that participation. Director Leahy will report as more information becomes available.

G. Legislative Committee

Mary Burke said that there is nothing to update for this committee.

H. Other Committee Updates

There were no other Committee updates. Bill Leahy departed the meeting.

V. Other Business

Mary Burke provided a summary for new board members regarding MET's efforts to create a Forever Maryland Foundation (FMF) and an update to existing board members of the summer's events. Over the summer, the State Ethics Commission met and decided that Mr. Leahy's participation in the formation of FMF meant that he is barred under state ethics laws from taking a position with FMF. Upon receiving this information, the Executive Committee met and decided that to comply ethics rules, Mr. Leahy would no longer participate in any planning for FMF. MET would then start planning anew for FMF. The Committee hopes that by these actions, Mr. Leahy would be eligible to work for FMF.

Ted Sudol has joined the meeting via conference line. Mr. Sudol said that MET needs to put a new plan together, new documentation, and have new ideas to submit to the State Ethics commission. Mr. Sudol believes the new plan will take 60-90 days to complete. He indicated our target should be to present to the State Ethics Commission at their January meeting. With this timeline, he is hopeful FMF can launch March 1, 2019.

Mr. Sudol has confirmed that Doris Blazek-White and Connie Lieder expressed the desire to step down from the MLCF board as soon as possible. He suggested for simplicity, the current MLCF board elect new members, suggested by MET, before stepping down from the board. The new board members would then guide the transition of MLCF into FMF.

There was discussion on how the new board was going to work if there was not an MOU in place. Mr. Sudol said that there would be a new charter for the new organization that details why it will exist. This charter would include the goals MET sets for the organization.

Mr. Sudol departed the meeting.

The discussion then turned to the feasibility of a legislative carve out to allow Mr. Leahy to accept employment with FMF. The board determined that a legislative carve out was not feasible

Ms. Jitkoff presented a concern about the new foundation receiving money from MET, and the board not being able to monitor the funds.

It was suggested that MET provide a grant to FMF to fund its start-up activities. The MET board would monitor FMF progress and the use of its funds via FMF's grant reports. It was also suggested that since Ted Sudol will be working with the new FMF board to create the new entity, it is more appropriate that he be employed by FMF.

Ms. Burke and Mr. Lloyd agreed to speak with Ted to discuss his payment options and to rewrite the new contract with him.

On another matter, Ms. Burke informed the board that MLCF should expect to receive \$300,000 in mitigation money from a gas pipeline project approved by the MET board 10 years ago.

VI. Adjourn

Mary Burke – meeting adjourned at 6:48pm