

Maryland Environmental Trust
Board of Trustees Meeting Minutes
February 6, 2017

Maryland Environmental Trust (“MET”) Board of Trustees (“Board”) Chair James W. Constable called the meeting to order at 6:42 p.m. at 100 Community Place, Crownsville, Maryland 21032. Trustees in attendance were James Constable, David Greene, Judge Jay Plager, Connie Lieder, Tom McCarthy, Doris Blazek-White, Gary Burnett, Mary Burke, Roydon Powell III, Phil Hager, Toby Lloyd, Sen. Adelaide Eckardt (left early). Assistant Attorney General Kristen Maneval attended. MET staff Bill Leahy, Jon Chapman, John Turgeon, Michelle Grafton and Tanya Mekeal attended. Assistant Secretary Daryl Anthony of MD DNR attended.

I. Board Work Plan and Governance Topics

A. December 5, 2016 Board Meeting Minutes: *Judge Plager moved approval of the minutes and Mr. Greene seconded. MET Board unanimously approved and adopted December 5, 2016 Board Meeting Minutes.*

B. Approval of Strategic Vision Plan:

Mr. Greene, a member of the Strategic Planning working group, described the process of development of the draft Strategic Vision Plan. The document was revised four times and changed from a strategic plan to a strategic vision plan. It lays out a vision for MET and the proposed nonprofit corporation. It also discusses the vision of a more collaborative relationship with DNR. *Mr. Greene moved approval of the Strategic Vision Plan, Mr. McCarthy seconded and the Board approved the motion.*

C. Chairman’s Report [integrated into Director’s Report]

D. Director’s Report:

1. Update on DNR coordinating discussion

Mr. Leahy announced that DNR Dep. Sec. Throwe is ready to move forward on the two-pronged proposal made to Department of Budget and Management: (1) promoting a more collaborative relationship between MET and DNR’s Land Acquisition and Planning unit. The two groups already had a kickoff meeting. Mr. McCarthy will serve as liaison and chair the next meeting; (2) with approval of State Ethics Commission, allowing Mr. Leahy to spend State time on the launch of the nonprofit corporation. Mr. Leahy is excited about the new future. He and Ms. Maneval are working with certain trustees to develop a Memorandum of Understanding that would set forth the details.

2. Campaign feasibility study

Mr. Constable informed trustees that he and Mr. Leahy met with Ted Sudol, an associate of Bob Carter this week to discuss the nonprofit corporation, including: potential names (two or three to be tested with focus groups); desired size of Board (25, some of which might overlap

with MET Board), executive committee (6-9) and advisory Board (no cap); categories from which to draw directors (agriculture, urban, youth, history, Civil War, disabled, landowners, food, recreation) and location (Baltimore metro area, Prince George's County, Eastern Shore primarily). Carter is working on a feasibility study and will conduct meetings with 20-30 donor prospects (trustees who would like to suggest a person for such interview should do so by February 10) and possible new Board members for the nonprofit corporation. Mr. Carter will present his findings at a special Board meeting / retreat in May. Mr. Leahy is working on a case for support of the new nonprofit corporation.

3. Ballot Vote for Names to Test (deferred)

4. Presentation on Syndications

Ms. Maneval gave a brief presentation on the topic of syndicated conservation easements. She informed the Board about Land Trust Alliance's advisory and accompanying flowchart on the topic and about last month's IRS notice. LTA has adopted a new standard on avoiding fraudulent transactions that has to do with syndications (it will also be an indicator element for accreditation); since MET will be asked to readopt the new Standards and Practices, it is important that MET understand each of them. MET easement planners are aware of the indicia of a syndicated transaction and are on guard to spot these and keep them out of MET's pipeline of prospective transactions. The Board asked Ms. Grafton to further distribute this information to local land trusts.

II. Committee Reports

Land Trust Advisory Committee: Mr. Hager reminded trustees that the 2017 land trust conference will be on June 8 in Reisterstown. Planning for speakers and themes is underway. The Committee will meet every other month.

D. Director's Report, continued

Presentation on Easement Program

Mr. Turgeon presented a slideshow about the Easement Program. In calendar year 2016, MET closed 11 easements (for a total of 786 acres) and three amendments. He showed a photograph and location map of each property.

Mr. Hager departed.

5. Approval of Memorandum of Understanding with Department of Housing and Community Development

Mr. Leahy asked the Board to approve a memorandum of understanding with Department of Housing and Community Development. In connection with its "Clean and Green" / Keep America Beautiful initiative, DHCD will provide \$40,000 per year for two years to MET for a new type of Keep Maryland Beautiful grant ("Cleaning and Greening" grant) to be

awarded in urban areas. He and Wendy Stringfellow have been handling the workload but the current draft of the MOU does not provide for staff costs. *With the understanding that MET would make a genuine effort to establish as principle that DHCD should include funds for MET's administration of the new grants program, Judge Plager moved approval, Mr. McCarthy seconded and the Board approved the motion.*

6. Fundraising Update

Mr. Leahy referred to his Director's report. MET has received a grant from MARPAT to assist land trusts in western Maryland to get their easement and other records in order. MET also received a grant from LTA for accreditation preparation. The year-end appeal results reflect a 30% increase from last year. Mr. Constable asked all trustees to donate to MET once per fiscal year as grant makers routinely look for 100% participation. Mr. Chapman mentioned that MET has established a fund in memory of former employee John Hutson. Proceeds will pay for a bench at Bacon Ridge trail in Anne Arundel County and a scholarship fund for young people interested in attending MET's conference.

II. Committee Reports, continued:

A. Governance Committee & Nominating Subcommittee:

Judge Plager presented the draft Committee charter. It is more detailed than other committees' charters will be since it is a new committee and it incorporates details from Senate Bill 4 (2016 legislative session).

Mr. Hager returned.

Judge Plager moved adoption of the Governance Committee charter, Mr. Lloyd seconded. During discussion, Ms. Burke asked whether the Committee handles succession planning as Land Trust Standards and Practices require a succession plan; Judge Plager replied that the charter provides for mechanisms to evaluate the Board and gives the Committee a role in developing a succession plan for officers. *The motion was approved.*

Judge Plager then reminded the Board that due to Senate Bill 4, Mr. Quarles and Ms. Lieder will not be eligible for reelection in May. There is also a vacant trusteeship due to the resignation of former trustee Dan Beard. Sarah Taylor-Roger's initial term will likewise expire on May 31, but is eligible for reelection. Therefore, the Governance Committee and Nominating Subcommittee have gathered names to submit to the Governor, Speaker of the House and President of the Senate for ideas for the election of trustees to be held in May. *On behalf of the Committee, Judge Plager moved that MET send forward Dr. Lori Lynch, Grant DeHart and Michael Pretl, and Mr. Greene seconded.* During discussion, Mr. Hager pointed out that in the spirit of SB 4, MET needs to redouble its efforts to bring in people with more diverse backgrounds. Mr. Greene responded that the Board hopes to develop a more extensive list, and Mr. Leahy added that MET's new programs should begin to connect MET with new people. *The Board approved the motion.*

Judge Plager, Mr. Leahy and Ms. Mekeal conducted an orientation for Mr. Powell and Mr. Burnett today. They received an orientation manual containing important MET documents and a checklist of committee meetings they should attend, staff members they should meet with, etc., over the course of a year. Mr. Powell's mentor will be Mr. Greene, Ms. Taylor-Rogers's mentor will be Mr. Lloyd, Mr. Burnett's mentor will be Ms. Burke and Mr. D'Amato's mentor will be James Constable. Mr. Powell thanked the Committee for its efforts to provide an orientation.

B. Finance Committee:

Ms. Blazek-White presented the Statement of Activities, Actual vs. Budget through December 31, 2016 for MET-Administered Funds. MET is under budget on both income and expenses. Regarding the State budget, Ms. Mekeal said that she does not expect to exceed the budget.

C. Easement & Stewardship Committee:

Mr. Greene reported that there are no action items for consideration this evening. The Committee reviewed a request from Carroll County for a road maintenance agreement on 0395RAU97.CARR. The proposed impact is a de minimis amount, the County would mitigate with tree plantings, and the Committee voted to delegate approval to the Director. Ms. Lieder asked about the scoring system for proposed easements and Mr. Turgeon replied that it is based on MET criteria.

D. Land Trust Advisory: (see above)

E. Agriculture Committee:

Mr. Greene noted that the Committee met today. It discussed possible speakers for a conference topic on solar energy. It also discussed the relationship between the CREP program and MET program. Mr. Lloyd prepared an article for the MET newsletter regarding new technology on farms. The Committee's next meeting is in April.

F. Legislative Committee:


Mr. Hager said that the Committee is watching several bills in the General Assembly: (1) HB 863. MET is named in this bill regarding right to solar farm; (2) Maryland Association of Counties is working on a bill that would address the Public Service Commission's assertion of a right to preempt local planning and zoning; (3) a bill to require that PSC cannot schedule a hearing until / unless the relevant local jurisdiction finds the proposal consistent with the local plan; (4) a bill that would reverse part of the tier system.

III. Other Business:

Ms. Burke encouraged MET to be an early adopter of the new Land Trust Standards and Practices. LTA is looking to spotlight an organization that took a leadership role in this area. MET may be asked to consider a resolution as early as next month.

IV. Adjourn: The Board voted to adjourn the meeting at 8:30 p.m.

Respectfully submitted,



James W. Constable
Chair

These minutes were approved/revised by the Board of Trustees on March 6, 2017.

Attachment(s):

Please note that for most attachments listed and that are considered regular meeting handouts (like Stateside Budget/Finance, MET Administered (non-State) Funds Budget/Finance and Director's reports), a copy is stored with Handouts and MET Board Packets for the meeting at which that information was distributed to the Board. In that case, a duplicate copy will not be attached here.