

Minutes

June 5, 2022 10:00 AM

Chu Residence, and Online via Videoconference

Meeting called to order at 10:08am

1. Introduction and greetings – Robert Simmons

2. Attendance

Officers: R. Simmons, T. Engel, M. Berger, B. Folsom(*)

Trustees: D. Hedges, R. Armen, M. Ingalls(*), K. Dumont, E. Nieman, J. Morris-Siegel,

R. Drake(*), P. Rubin, L. Hatfield(*)

(*) - Attended the meeting via videoconference

3. Absent with proxy: None

4. Absent without designated proxy: None

5. Nominating Committee Report on Trustee Elections (N. Berg)

See Attachment E

6. Simmons moves to thank Erik Nieman for his service to the NCC.

[*Ed: Though Nieman is completing his term on the Board, he continues to serve as Preserve Manager at Ella Armstrong and Co-Manager at Sellecks.*]

Second by Berger

For: Rest

Abstain: Nieman

[Erik Nieman has the NCC's thanks for his years of service on the Board.]

7. New Trustees are seated

Welcome to Larry Davis

8. Officers' Reports

President: Attachment A

Vice President: Attachment B

Treasurer: Attachment C

Secretary: Attachment D

9. Simmons moves to open the Committee of the Whole (CotW). The Vice President will preside. Items may be entered as new business.

Second by Morris-Siegel

For: Rest

Against: Engel

[The Committee of the Whole is opened]

Topics:

9.1 NRO recap (Simmons, Engel, Hatfield, Folsom, Morris-Siegel, Nieman, Hedges, Berger, etc.)

[*The NCC hosted the first NRO since the pandemic; attendees will share how it went.*]

Simmons thanked everyone who pitched in, and noted that he surveyed various attendees at random during the event about what they thought of the event. He got zero criticism about anything, with the exception of some folks wishing the weekend had been slightly cooler, and thinking that the band was a bit loud. Folsom wanted us to be aware that though everything seemed to go well with the venue, [REDACTED]

[REDACTED] Morris-Siegel thought it went very well. Simmons also noted that more than half of our attendees were pre-registered, which helped speed things along, and was appreciative of the registration efforts put forth by N. Berg, Hatfield, and co. Hatfield asked about the complaints she'd heard about our event being on the same weekend as MAR, and asked how the weekend is scheduled. Berger explained that it was fixed to be algorithmic many years back due to problems we used to have with the former schedule that had multiple

ambiguities and frequently caused people to be confused about when it was; in the modern era, it's always the third full weekend of May and September, unless the hosting group has given significant notice otherwise. MAR and VAR are not algorithmic in this way, and scheduled over our booked-years-ahead weekend.

9.2. NY Land Conservation Conference recap (Simmons)

[Simmons attended the conference this year, and came away from it with both a number of good networking interactions and some insights from the sessions he attended, and will share learnings he's brought back for us.]

Simmons recalls us that in years past, our delegation has felt that the sessions offered weren't really for us, and Berger later clarified that the reason for this the last time he attended was that it was hard to find a session that didn't assume your land trust managed conservation easements - fee-owned-only land trusts like us are apparently atypical. This year, Simmons enjoyed both of the sessions he attended, one of which was on title security, and the other on the siting of solar panels. He had two particularly productive face-to-face meetings. One of these was with

[REDACTED]

The other was a meeting with [REDACTED]. The one thing Simmons thought didn't go quite as well as it might have was the "dinner rounds" event, where groups of about 15 people went out to dinner expecting to have discussions with each other on various topics. It happened on May 5, and the location of his group's dinner turned out to be the best Mexican place in Saratoga Springs, which of course meant that the place was so loud nobody could hear each other... but it was delicious! Hatfield tells us that she was prevented from attending in person as she'd hoped to do by Covid, but that the session she was most interested in - Raising Money from Real People (as in, not wealthy donors and foundations) - was cancelled, and that she recently received a notice that it's going to be offered via Zoom on June 21, so she'll be able to attend the session after all. She also asks if this is the sort of event we might want to run a session at. Simmons responds that it's the sort of conference where you usually have to be invited to do that, though if we had something we were passionate about presenting, we could perhaps solicit an invitation. He also reminds us that we'd offered field trips for it in the past, but that it really needs to come back closer to the Albany area again for that to work, as the timelines mean that if it's at the Saratoga location, attendees of a field trip we ran to one or more of our preserves would mostly get to take a picture of the trailhead from the bus window as it made a U-turn in the parking lot to head back to the conference hotel.

9.3. Fundraising efforts (Hatfield)

[There are multiple fundraising initiatives. We can discuss and update on these here.]

Hatfield reminds us to look through the Fundraising Committee report in Attachment C. We didn't get the Bender Family Foundation Grant, because they found the other applications "more compelling" (this was the extent of the feedback we were able to obtain). We were fortunate enough to get a substantial donation from Stewarts of breakfast items for NRO. We need to prepare for Members Day, and also to reboot Project Guestbook - anyone interested in that who's not already involved should let Hatfield know.

Give & Gear Up was successful last year, but since Drake is away, there's a lot that others of us would need to do to run it again this year, such as getting donations. Berger reminds us that we learned last time things that we need to work on on both sides of the equation - not just obtaining prize donations, but also on getting folks to buy tickets; we made our goal at the last minute, but each time we reminded a grotto, it seemed to only result in one more person purchasing tickets. Folsom had told us back then that a rule-of-thumb in marketing is that if you want folks to act on something they want to do, you typically need to get it in front of their eyes about five times. So, we'd need to work on a more active advertising campaign. Drake says she'd be willing to reach out to the same donors she did last year, though won't have time to approach any new ones, and that someone other than her will need to run the overall effort. She also points out that we could shift which season we run it during. Hatfield thinks the outcome from it was great, but given all the other challenges, she asks what folks' thoughts on not running it this year and resuming at a later time are. Morris-Siegel suggests that it could be planned to run through Spring NRO. Hatfield asks if a 9-month-long program would really work, and various people think that's too long and would be perceived as weird for those entering during all but the last couple of months. Berger shifts the conversation a bit to ask what we can do at OTR, as putting out a table with our swag doesn't usually result in selling anything, and he'd been looking for something else we could do at OTR last year that would get people to engage and participate, and Give & Gear Up had been the answer he was looking for (though, of course, the event got cancelled). If we don't run it this year, he'll be looking for something for us to do at OTR again this year. Simmons, shifting back to Give & Gear Up, notes that he wonders whether having it be a major thing at NRO would limit participation, since people pay for a whole lot of other things to attend an NRO, and might not be interested in spending even more money there. He wonders if we should be focusing on having it coincide with events that don't have raffles, and notes that it's too late to consider having it at Convention this year. Dunham says that he'd actually be more likely to purchase tickets seeing something like this at NRO. Folsom liked Drake's thought of having Give & Gear Up in the November/December timeframe. Hatfield asks whether that would conflict with either Giving Tuesday or the Year-End Appeal that we never seem to get out. Folsom doesn't really think it interferes with Giving Tuesday, as that's really a Facebook-focused thing. There was some question about whether the year-end appeal even reaches the

audience we're interested in for Give & Gear Up, which includes non-members. Berger thinks that it can, since the fact that we put the year-end appeal in the postal mail (when we actually produce it) means that it will actually end up in the hands of and looked at by a larger proportion of our members than most of our other communication, and if we promote Give & Gear Up in that and tell the members to let all their friends know they can win great gear, they will, and we will likely be reaching non-members that we don't reach electronically. Rubin notes that though the winter isn't caving season and doesn't have many events, which had been raised as a concern about how much participation we'd get, events like rope trainings can happen during that time. Hatfield says that anyone wanting to work on Give & Gear Up should send her an e-mail.

She also tells us that the Bank of Greene County gives grants of up to \$2,500 to nonprofits, and that compared with some other grant programs, it seems relatively easier to win one of those, which could be used for things like kiosks. Engel wonders whether we could use this for something at Jack Packers as we develop the infrastructure there. Folsom asks if they'd be interested in awarding grant money for the trail remediation project at Knox. Berger points out that the amount of that grant wouldn't go very far towards what the trail work is going to cost, though perhaps we could use it to leverage a Bender Grant, which is more likely to be awarded (as are others) when you can show that you've obtained other funding sources for parts of the project. Davis tells us that there are many other community banks which may do the same sort of thing.

9.4. Memorandum of Understanding with the NSS (Simmons)

[We've discussed planning to ensure that in the event that the Conservancy becomes insolvent or otherwise ceases to exist, our preserves will end up in the hands of another qualified cave conservation organization, such as the NSS, as specified in our Certificate of Incorporation. Simmons has drafted a Memorandum of Understanding to this effect, modeled after one that the NSS recently entered into with another cave conservancy. We approved a prior draft of this agreement at the last meeting, but some of it was revised to avoid inconsistency with NSS policy, so a new version has been circulated for discussion here. See discussion in Item 29 in the EC Meeting Minutes in Attachment D. Approval will be voted on in Item 12.]

There was nothing particularly new that was raised in this brief discussion. The prior draft of the MoU had included the concept of reciprocity, where not only would the NSS be agreeing to take over ownership and stewardship of our preserves if the NCC were to become insolvent, but the NCC would be agreeing to take over ownership and stewardship of the NSS's New York preserves if the NSS were to become insolvent. Simmons found that the NSS's rules prevent them from agreeing to that, as they have articulated other plans for safeguarding their properties, and since he learned of this prior to submitting the previous draft, he reworked it to eliminate that part of the arrangement. He's eager to get this submitted to them in the next couple of days so that it could possibly be considered by their Board at Convention next week. We also reminded everyone of the potential Conflict of Interest that Drake has, serving as a Director on both the NCC's and the NSS's Boards, and that she will need to be recused both from discussion and voting on this topic.

9.5. 2022 Members Day (Simmons)

[The 2022 Members Day is scheduled for July 9, and it's time to finalize some plans for what it will look like. See discussion in Item 8 in the EC Meeting Minutes in Attachment D.]

Simmons shares that from having discussed a bunch of this at the EC meeting, people very much liked the event last time, and would want to run it similarly. The Clarksville Preserve lends itself easily to holding the event at a spot with significant parking and a nice open shaded area right next to a cave entrance, which also affords the opportunity to go caving and to cause other cavers to see and ask about the NCC. We'd be thinking of reducing the number of hours of the event to run roughly 11am-5pm. We'd want to offer some projects to work on, such as one suggested by Rubin to obtain a permit to dig at Ladder Dig and remove trees, rocks, etc. from it. Rubin could offer the surface geological tour he's done for other events. And folks could go on underground trips (not led by the NCC, but others would probably be happy to do that much as happens at NRO). Last year, conversations at this event resulted in a large and extremely generous donation from Al DeMaria, and a substantial donation from SCAG. We were able to use these contributions as part of the grant matching components of NYSCPP grant applications. E. Davis is on-board to handle the cooking again. Folsom says we need to send out a save-the-date and get going on things if it's only a bit over a month away. Simmons asks if we need to "swag up." Berger notes that if we want any shot of having the new hats for that, we need to let Nieman know of the timeline, since he was going to work on thinning out the design so that it could fit on a hat and still be our logo, although it's likely already too close to the event for an order to be produced in time given current delays on lots of things. We also need to be prepared to handle membership renewals. Leslie gave away a bunch of t-shirts at the end of NRO, and Simmons thinks perhaps we should do that here, too, as it's good advertising. Berger asks if the awards have been made yet; they haven't. Morris-Siegel suggests that we might only do food during a smaller window during the event, perhaps 12pm-3pm. Hatfield asks if Simmons is running point on Members Day, and he responds that he is. Hatfield asks whether our audience for this event is members or prospective members, i.e. whether it should be a recruiting event. There was a long discussion about this topic, but the basic conclusions are that we're obviously happy to have people join in order to come to the event, or to come to the event and join, and that we're not going to turn away anyone else who

comes to enjoy the event even if they're not a member (and since it's held right next to the entrance to our most popular cave, which doesn't require permits for regular recreational trips, it's not as if we could do otherwise, not that we'd want to). Nonetheless, the focus is to be a fun event geared towards the members to thank them for their membership and encourage enthusiasm for the NCC.

9.6. Write-in candidates for elections (Engel)

[This year's Trustee election ballot contained exactly the number of candidates as there were available positions, as has been the case a number of times in the past. It also did not offer a write-in option, though it has at times in the past. When this happens, it seems that the membership in fact has no actual choice to make in an election. Engel asked Nominations Committee Chair N. Berg why we no longer have a write-in space, and he provided a comprehensive answer which merits some group discussion, as the organization can make some choices about how the matter should be handled.]

Engel recalls that we used to have a write-in option, and thinks there may be an issue with having 3 people for 3 positions, and wants to understand why this is the case and whether we should do anything about it. Berg explained that it was removed a few years ago for consistency with certain rules he'd researched. Berger excerpts some portions from a longer e-mail Berg had sent the EC with some of the details, describing the Davis-Sterling Act which allows organizations to have election rules that allow write-ins, but since the NCC's Bylaws don't have such a provision, we can't have write-ins. Berg had also pointed out that our Bylaws require that for someone to be considered a nominee, they have to submit a written document seeking a position, and since write-ins generally wouldn't have done that, they couldn't be nominees. Simmons points out that the Board is able to appoint people to fill vacancies (until the next election) when not enough people run. Armen has trouble imagining a situation in which a write-in would be able to get enough votes to even potentially win (when there are enough actual candidates), though others point out that this could easily happen if someone is convinced to run a couple days past the deadline to submit a platform to be a candidate on the ballot, if there were not enough other candidates to fill the available positions. While Simmons reminds us that the Board could appoint that person for a year after the election, Berger notes that there is a difference people might care about in that the membership wouldn't have been able to actually choose the Board member. There is some concern expressed about what would happen if a horrible candidate managed to get themselves elected that way. On the one hand, other than timing, it doesn't seem like anyone eligible to be elected as a write-in wouldn't have been eligible to actually get themselves on the ballot. And Dunham offers that there are ways to exercise oversight over the handling of write-ins, such as requiring a certain level of plurality of votes for them to actually win a seat, even if there are otherwise insufficient candidates on the ballot for the available positions, or requiring Board confirmation for them to be seated. Dumont had the group take a straw poll. This went on for a while, as many of us expressed why we felt the way we did. Though there wasn't an overwhelming sense of agreement in one direction or the other, more of the group wasn't in favor of adding the option for write-ins, so no action is planned coming out of this topic. Rubin asked what would happen if we had a write-in space, and enough candidates actually on the ballot to fill the spaces, and somehow one of the write-ins defeated one of the candidates on the ballot - he wonders if the membership would be angry that someone they didn't have the opportunity to vote for had won. Others note that if the scenario he presents were to happen, it would mean that a larger portion of the membership had been in favor of the write-in being in office, which seems democratically fair. At various points, others (Hatfield in particular) had noted that more important than adding write-in spaces to address the issue of not having enough candidates for there to actually be options presented to the membership is recruiting more candidates and participation so that there are more candidates to begin with. Berger tells the group of another cave conservancy with a board that serves three times as long as ours (with elections spaced out three times as far apart as ours), that often doesn't have more candidates than Board spaces, and that had actually notified its members two cycles ago that it had approved a policy to not bother sending out ballots when that was the case. He indicated that this made it feel like a stagnant organization, and that he wouldn't want to see us head in that direction. Morris-Siegel wonders whether our Board is too big for the organization, being between 5% and 10% of the membership, and thinks we should consider whether to shrink it.

9.7. Executive succession planning (Simmons)

[The EC continues to be concerned that there hasn't been real progress towards preparing for upcoming officer transitions, and we desperately need to strategize on how we're going to actually do something about this instead of simply saying that we should do something about it. See discussion in Item 14 in the EC Meeting Minutes in Attachment D.]

Simmons says there's no need to belabor the point here, as we've had discussions on this topic at multiple prior meetings. Dumont asks to clarify when the term limits will be reached for Simmons and Berger; they'll be reached in December of 2023, though Berger reminds us that we have to have solutions long before then in order for those solutions to succeed. Simmons adds that there really needs to be a significant mentoring period, as he learned when he came into the President position that the learning curve is incredibly steep. So, we need to identify successors, groom them, and get them up to speed. Berger notes that identifying the people who will take on the positions next is only part of the issue, and that we also need to develop the process by which we're going to handle

transitions and training. He also points out that we don't need to have the process all figured out in order to find the people, and that we don't need to have the people identified in order to develop the process - both of these pieces could be getting handled in parallel, but it seems that we're doing neither, and keep kicking the can three months down the road at a time, and the number of times we can do that before falling off the cliff is shrinking. Drake supports Berger's point that we really need onboarding/offboarding processes. Dumont clarified that the rules don't prevent the current position holders from holding these positions again in the future so long as they take a term off, and that they don't prohibit the current position holders from moving to other positions immediately without taking a break. This is correct, says Berger, since the point of the rule was to prevent the knowledge about what's involved in a given position's work to become "siloes" with only one person ready to do the job. Simmons explains that he thinks of the redundancy this requires as solving the issue of what would happen were one of us to tragically be, for example, hit by a bus. Morris-Siegel thinks it might be natural for the Vice President to progress into the President position, and that he knows of other organizations that do this. Berger agrees that he's seen various organizations where officers "move up the chairs," but thinks that that model likely wouldn't work well for the NCC, because the jobs involve different skill sets. To use the example just given by Morris-Siegel, he points out that most of Engel's job as VP involves internal detail work, which he's quite good at, and a large portion of Simmons's job as President involves "glad-handing" and schmoozing with others at events, which he's quite good at, yet is the sort of thing that Engel very much dislikes and tries to avoid. Berger also notes that he's quite worried about how much of his job focuses on arranging meeting agendas to ensure that the NCC doesn't lose track of issues and drop them on the floor, and that though that work is not usually seen, it's substantial to the point that when he shared the process for putting together a Board agenda a few years back, most in attendance seemed stunned at what had to happen before a meeting - if he doesn't have someone to begin training and mentoring in the relatively near future, he's afraid the NCC may start losing track of some things. He also notes, though, that though much of what Simmons does is Acquisitions-related, the formal bylaws requirements for the President don't say that it must be that way, and though much of what Berger does is putting together and organizing agendas and motions, the bylaws also don't say that the Secretary must do that (and in many organizations, the President would be setting up the agenda). So, to a large extent, these positions (like so many others) end up being what you make of them, and the divisions of labor can differ over time. Returning to Morris-Siegel's comment about organizations where officers "move up the chairs," Simmons notes that there are some organizations where there is a President-Elect position - as in, the election for the next President happens before they will assume the actual office, and this means the next officeholder is formally selected in time to have privileged access to confidential info and to be trained and shadow the current officeholder. Similarly, some have an Immediate Past President position to help mentor and maintain continuity. He thinks that sort of thing might be helpful to us, because he realizes that there's still a bunch of knowledge he's keeping close to the vest for lack of someone to train. Berger also wonders whether everyone has a good sense of what the officer positions take care of, and thinks that the Trustees are well-positioned to have a good idea, since some of them attend EC meetings and others read the minutes from those meetings. For this reason, though in principle, he understands why Morris-Siegel mused (in an earlier Committee of the Whole topic) about whether the Board was too large, he worries that shrinking it would also have the effect of shrinking the pool of potential officers that could step into these roles with an actual fair idea of what's involved. Hatfield asks whether there are organizations where the officers share their jobs more, and Engel tells us that he believes the NSS's structure evolved from that sort of need, where there used to be a President, VP, and Secretary/Treasurer, but there are now three different VPs to take various responsibilities off of the President's plate. He also thinks that we've started down that road with the Stewardship Coordinator role. Morris-Siegel notes that if you look at our structure, it seems that we were formed to look similar to the NSS, yet if you look at several land trusts, they look quite different, which makes some sense because the NSS isn't really meant to be a land trust (a sentiment echoed - repeatedly - by Engel). Morris-Siegel says that looking at those sorts of organizations, he just doesn't know how Simmons manages to do the President job. Simmons responds, "me, neither." Berger notes that the Trustees may not actually know what stuff isn't getting done, and explains that in Simmons's first year as President (when Berger was still a Trustee), he'd made a comment about being disappointed at everything he wasn't managing to get done. Berger didn't understand what Simmons meant by that, as he was very happy at the increased communication the Trustees were seeing, which made it look like lots more was getting done than ever before. Now that Berger is an officer, he knows what stuff isn't getting done, and there's a bunch of it, and it's no one person's fault - we just all hit a wall where there simply isn't additional time available for the jobs. Armen says that it sounds like we need some overlap, which probably means we're going to need to make bylaws changes. Rubin asks for clarification about how officer selection happens; they're elected by the Trustees each December (two positions are up each year, for two-year terms). He wonders if we could consider hiring staff for these positions. Dumont calls us to action by remembering that we've discussed this previously and not known what to do, and that the people in this room really need to think. Engel notes that there's an Act assigning officers to oversee various committees, and that these assignments aren't set in stone, and that the division of labor questions could be addressed by the Governance Committee. Hedges says that this was expected to be part of the Committee's charge, though his eyes were clearly bigger than his appetite, but he could try recruiting for the Committee, and is trying to remember who else is on it. Berger reminds the group that Ingalls is. Davis believes that we're not going to manage to solve this issue here, and wonders if the way forward is a

Governance Committee meeting. He also indicates that he'd be happy to serve on the Committee, though wouldn't be able to chair it. Hedges agrees to talk with people to get Governance back on line. However, Dumont believes that no committee will solve this challenge, and that we (the Board) really need a retreat at which to focus on this, and that the window to do that is closing, as we're already into the summer, which is the time when several of the Board members are more likely to be available, and next summer would be too late. It seems to him that we keep spinning our wheels, and are going to fall off the cliff if we don't take action. Simmons has been trying to work on planning something like this, but the day-to-day responsibilities keep getting in the way of his involvement. Dumont expects that having a retreat like this would require both money and research. Berger thinks the major items are a venue and a facilitator, and notes that years back, he returned from TAG Fall Cave-In with an offer from ████████ to be our facilitator if we had a Board retreat. Though he doesn't know whether the offer is still there, we could ask; Dumont requests that he do so. Hatfield has a potential venue in mind that she's been to for conferences.

[Drake's internet connection failed at some point during this discussion, and she was unavailable for the rest of the meeting.]

9.8. NSS Convention representation and plans (Morris-Siegel, Ingalls, Armen, Berger, etc.)

[The first in-person Convention since the pandemic is in approximately one week. Several members are expected to attend; we'll discuss plans for representation and visibility here, and designate representatives in Item 14 below.]

The Office Committee is bringing the roll-up banner, and will set that up. The four Board members named above are attending, and will be designated as representatives in New Business. We don't think further specific plans need to be made for this event.

9.9. OTR plans and representation (Berger)

[The next Board meeting will happen after OTR, so it's time to make our plans for visibility and representation there.]

We recently received the vendor solicitation from N. Peacock, which someone will need to reply to. Berger has our new-to-us 10'x10' tent. He looks around the room and asks who else will be attending; nobody raises their hand, though Hatfield asks about the event, and others explain what it's like along with the suspicion that it probably wouldn't really be her cup of tea. The lack of others indicating that they'd be attending led to the question of whether we should decline to formally set up, though Simmons wonders whether that would make it harder for us to do so in the future, and Berger recalls that there is some provision in the vendor rules about losing preferred spaces or priority for available complimentary conservancy booths when groups don't attend. He also notes that people attending for us don't necessarily need to be Board members, if we know they're going and they'll help out a bit. Simmons checks that we won't be subject to difficult staffing requirements, and Berger recalls that that issue was dispensed with a few years back. What Berger is mainly concerned about is something we can do at OTR that will attract people and be engaging and make some money, as simply putting out our swag doesn't usually result in real sales. Last year, Give & Gear Up was going to be the answer to his begging for an activity to draw people in, up until the event got cancelled at the last minute. If we're not running that this season, he's now looking for alternative ideas. Folsom asks whether we can sponsor something to get our name out there. Berger is intrigued by the idea, but surprised as well, since it would involve spending money instead of bringing it in. Folsom and Simmons think that's okay if it gets our name out there and spreads goodwill. Berger will inquire with some of the folks running the event. Simmons also wonders whether we could do something like obtain and give away cheap plastic beer mugs with our logo, or if that would conflict with their merchandising. Berger will check with the OTR merchandise folks, though he can't imagine giving away stuff would be a problem, and notes that that might be a draw, since they do have events at their river where glass is forbidden, and people do buy plastic beverage containers for that reason. Hatfield wonders if we could do some sort of watered-down Give & Gear Up thing with a raffle for just an expensive item or two or three, and wonders, for example, if we can give away something like a fancy pack of microbrewery beer that can't be found in the WV area. Simmons will look into mugs, and Berger will ask a couple questions of the OTR folks.

9.10. September meeting location (Berger)

[The next Board meeting is currently slated to occur at HRP Associates, which offers excellent remote participation capabilities. However, it is the seasonal meeting traditionally held at the Octagon Barn in Knox on the weekend of the Barn Dance, and indeed the Barn dance is scheduled for the same night. We should probably either confirm that we want to have a meeting in Connecticut and a major community event and fundraiser in New York on the same day, or adjust our plans and figure out how we're going to handle videoconferencing.]

The consensus is that we should hold the meeting at the Knox Octagon Barn, provided that we can solve the connectivity issues. Berger is a bit confused about reports that cell coverage is bad, since he gets excellent signal *in the sinkhole* at Knox, which is only a few minutes away. Simmons will look into whether he can bring a MiFi from work, Folsom will ask the Pokornys what coverage is like, and Hedges will test out cell coverage in

person. [Later in the meeting, Folsom received a reply indicating that cell coverage is good in that area now, and that they've also installed Wifi at the Octagon Barn.]

9.11. Public availability of NCC rules and policies (Armen)

[The NCC operates under a substantial collection of rules coming from, for example, Bylaws, Policies, and Acts that are decided on and updated at Board meetings over the course of the organization's lifetime. Some of this information is confidential (e.g. votes taken related to land deals that have not been executed), and most of it is not. At present, the only compilation of this information is the Board Manual, which contains both types of information, and thus presents a problem with an up-to-date version being publicly posted on our website. This discussion aims to identify how we'd like to solve this challenge, and may include issues such as deciding which types of info currently in the Board Manual should and should not be publicly available, what format to present public info in, and how and in what format we can share the confidential information (and perhaps other documents) with Board members and others involved in management of the Conservancy needing access to that information.]

Armen explains that this topic came out of a discussion he was having with Berger about the fact that we don't actually have a document that's meant for the public and which contains our Bylaws and policies. The only document we have at this point containing those things is the Board Manual, which also contains a wealth of information, which, were it to finally be brought up to current, is confidential. He feels it's important as a nonprofit land trust to be transparent and to have such a document that's actually appropriate for public consumption, and he thinks it should contain the Bylaws, list of committees, and major policies, roughly lining up with most of the appendices in the Board Manual that aren't contracts. The major questions here are: (1) whether people agree with the premise, and with the list of things that should be public (and what other things perhaps should be), and (2) how to share the Board Manual and other documents that may be sensitive. Thoughts on that latter point include a restricted area of the website. Morris-Siegel thinks that we may actually have too much info on our website, and notes that in looking at other land trusts' sites, most of them have nearly none of the stuff we've historically published - they tend to have their strategic plan, a note from their President, a list of who's on their Board, and an "about us" section, but no Board Manual, no Preserve Management Plans, no list of policies, etc. Davis thinks there are three main categories of information: (1) Confidential info, which includes mostly things relating to landowners, (2) Membership information, Management Plans, summaries of meetings, etc., and (3) things like group access rules. Berger notes that the issue of how to share and archive documents with confidential info is actually far broader than just the Board Manual - he points out that at present, we handle the unredacted forms of the Minutes by printing a copy and having the Office store them in a safe, which is the same solution we use for deeds, surveys, and various other things. We also have the editable forms of the Management Plans, easement inspection reports, etc. All of these sorts of things should be organized and easily available to the Board (and others with a need for the info) for research purposes, and storing them at the Office is very last-century, inconvenient for research from home, and risking that one day, that safe will be stolen, or there'll be a fire or flood. He says we really should have some backed-up solution in the cloud for these, and possibilities include things like a login area on the website (with individual logins), the HRP software (which Simmons has previously concluded isn't great for document archival), Landscape (which Morris-Siegel was eager about, but had a steep learning curve), Dropbox, One Drive, Google Drive, etc. Armen notes that if we choose to use an area on the website, this would imply that the webmaster ends up with access to this material, which is definitely fine while the webmaster happens to be on the Board, but we should keep this in mind in case we end up at some point with a webmaster who is not. Simmons notes that even the NSS has its Board Manual behind a member login wall. Berger asks how they deal with Board-confidential material given that their manual is available to the membership. Simmons notes that their Board spends a great deal more time in Executive Session, where many decisions get made that don't get reported out as motions, which avoids sensitive content from having to be in the Manual. Berger wonders how they keep track of those decisions. Armen feels that transparency about our rules is important. There are three basic action items coming out of this: (1) setting up a restricted area on the website, (2) making a document intended for the public containing the bylaws, committee lists, and key policies/procedures, and (3) making the document just described available to the public. Hatfield feels that getting the Project Guestbook pages set up and on the web is the most urgent thing we need to do with the website, ahead of worrying about this restricted access area. Berger and Armen agree that, since we haven't had a restricted area to share documents to date, it's not super-critical to set that up immediately, and that in the interim we can e-mail around the Board Manual, but that once such a site does get set up, it doesn't need a great deal of focused work put into it; we can deposit and organize info in it piece-by-piece over time, and anything we put there will be an improvement. As for the other document, it's essentially going to be printing a subset of pages in the existing Board Manual to a new PDF, and shouldn't take significant time. Regarding Project Guestbook, Morris-Siegel mentions that he's heard of other groups with QR codes for donations being victimized by scams where illicit groups replace the code and hijack donations. That discussion will be taken up by the Project Guestbook folks to see what they can think of to address the risk.

9.12. Recruiting new members and following up on non-renewals (Simmons, Hatfield)

[Recent events caused some confusion and surprise over our membership numbers, the ultimate conclusion of which was that we should discuss plans to actively recruit new members and to be more aggressive in our endeavors to renew lapsed memberships.]

Simmons explains that we've observed that our membership numbers are dwindling, and that quite a lot of the lapsed members are still alive and caving. He wants us to become more aggressive about following up on renewals - as in, not just sending the "missing you" e-mails, but actually calling and speaking with them. Even if they've chosen not to renew and didn't just forget, what he really wants to know is *why* they're not renewing. Hatfield asserts that, especially in light of all the other things we've discussed today, Simmons simply doesn't have the time to add this to his plate. He reiterates that he really wants to know the answer to the "why didn't you renew?" question, and will post a list of the lapsed members for the Board to triage and choose people they can each reach out to before he starts working through the rest of them. Hatfield believes there are approximately 200 lapsed members on that list. Simmons plans to start making calls about a week after he shares the list for the Board to claim responsibility for specific contacts. Davis notes that there are a lot of Special Use groups that might be convinced to become Institutional Members if we reached out. Simmons says that he'll send the list out, and Hatfield suggests that it be a live document, copied from the membership list that was used recently to produce the election eligibility list. Circling back to a question Dumont had asked earlier about what prompted this topic, and whether the thing we were most interested in was the money or the participation that membership brings, various folks had indicated that a constant funding source was key. Berger thinks that focusing more on the participation is better, because when people are involved and see what we're doing, donations that tend to appear can far outstrip the dues we get in a year from a member. He also explains that there was a brief scare that there'd been an error in the way Elections ran confusing membership expiration dates with dates of last renewal, which would've resulted in many eligible members not receiving ballots. Once that question was resolved and it was concluded that the dates in question were, in fact, the expiration dates, there was some alarm over how small the number of eligible members was, leading to Simmons asking that this topic be added. Simmons objects, pointing out that Berger's explanation did not meet the brevity requirement Dumont had placed on it when he'd originally asked Simmons the question.

10. Simmons moves to close the Committee of the Whole.

Second by Hedges

For: Rest

Absent: Morris-Siegel, Drake

[The Committee of the Whole is closed]

Old Business

[None]

New Business

11. Berger moves: The minutes of the March 6, 2022 Board Meeting are approved.

[The Secretary would like to thank Folsom and Dumont for sending in their reviews.]

Second by Morris-Siegel

For: Rest

Absent: Drake

[The minutes of the March 6, 2022 Board Meeting are approved]

12. Simmons moves: The draft Memorandum of Understanding between the Northeastern Cave Conservancy (NCC) and the National Speleological Society (NSS), as discussed and amended during Committee of the Whole, is approved and the President is directed to forward the draft to the NSS Administrative Vice President for consideration and discussion by the NSS.

[This draft MoU is included with the meeting materials, and was discussed in Item 9.4 during Committee of the Whole.]

Second by Berger

For: Rest

Against: Engel

Absent: Drake

[The MoU between the NCC and NSS is approved, and the President shall forward it to the NSS AVP for NSS consideration]

13. Simmons moves: Morris-Siegel, Ingalls, Armen, and Berger are appointed to represent the NCC at Convention.

[This will have been discussed in Item 9.8 during Committee of the Whole.]

Second by Rubin

For: Rest

Abstain: Ingalls

Absent: Morris-Siegel, Drake

[Morris-Siegel, Ingalls, Armen, and Berger are the NCC's representatives at the 2022 NSS Convention]

14. Berger moves: The location of the September Board meeting is changed to the Knox Octagon Barn.

Second by Engel

For: Rest

Abstain: Morris-Siegel

Absent: Drake

[The location of the September Board meeting is changed to the Knox Octagon Barn]

Informational point: Next EC meeting will be Sunday, August 28, 2022 at 10AM at Folsom's home in Kerhonkson or 9AM if entirely via videoconference.

Informational point: the Fall Board meeting will be Saturday, September 24, 2022 at 10 AM at the Knox Octagon Barn or 9AM if entirely via videoconference.

Informational point: the late Fall EC meeting will be Saturday, November 5, 2022 at 10 AM at a location to-be-determined or 9AM if entirely via videoconference..

15. Simmons moves: The NCC Winter meeting will be Sunday, December 4, 2022 at 10 AM at Speleobooks or 9AM if entirely via videoconference.

Second by Engel

For: Rest

Absent: Morris-Siegel, Drake

[The NCC Winter meeting will be Sunday, December 4, 2022 at 10AM at Speleobooks or 9AM if entirely via videoconference.]

16. Hedges moves: The NCC thanks Mike and Cristina Chu for hosting this meeting.

Second by Armen

For: Rest

Absent: Morris-Siegel, Drake

[Mike and Cristina Chu have the NCC's thanks for hosting this meeting]

17. Simmons moves: The Board shall enter Executive Session to discuss acquisitions and a risk management topic.

Second by Rubin

For: Rest

Absent: Morris-Siegel, Drake

[Motion passes - the Board enters Executive Session at 3:36pm and exits Executive Session at 4:20pm]

18. Engel moves to adjourn.

Second by Dumont

For: Rest

Against: Armen, Ingalls

Absent: Morris-Siegel, Drake

[The meeting is adjourned]

Meeting adjourned at 4:21pm

**Attachment A
President’s Report**

1. Upcoming Events and Activities: Members Day, Jack Packers and Salamander buildouts, Barn Dance, (Gage Cabin tear down and rebuild – NSS).
2. NYSCPP grants: I also filed the grant closeout report for the Traino Preserve grant, which was due in January. We were notified that we have also been awarded Transaction Grants for the Salamander donation and the Thook donation costs. I am submitting the paperwork to get those grant funds dispersed. KLT also received a grant for the property acquisition next door to Salamander, for which I provided a letter of support for the KLT, and they also provided a similar letter to us for our grant application.
3. NYS LTA Conference (May 5 & 6, 2022): I attended both days of the conference during which I had face to face discussions with [REDACTED] concerning [REDACTED] and [REDACTED] regarding [REDACTED] (see Acquisitions Report, below). I attended the Thursday night mixer, the Thursday night dine around, and two of the sessions on Friday; one on Land Title issues and the other on siting solar development on agricultural lands. Both were very well done and, unlike in past conferences, I left with useful and interesting takeaways. All in all, a pretty good couple of days well spent. C. Gentry was also there representing her employer, Wallkill Valley Land Trust, but also repped the NCC very well. Thank you, Cara.
4. All of the bat acoustic detector units have been sold to an Environmental Consulting firm and an individual researcher for a net return of \$7,150.00. No decisions on any replacement units have been made at this point.
5. The Access Easement for Salamander Cave was signed. I sent forms to have the agreement filed on the county records to KLT, followed up this week on progress (or lack thereof). Our NYSCPP Grant includes payment for trail design work that KLT had Tahawus Trails perform, so once we have the proceeds for that, we will need to work out how to provide that to them. Need to plan for infrastructure build out, web page presence, opening ceremony.
6. I would like the Governance Committee discussions to begin focusing on succession planning in a serious manner as Mitch and I are in our final terms and the same will happen this coming year to Thom and Bill.
7. I have drafted an MOU between the NCC and the NSS for the disposition of our properties should either organization become insolvent in the future. This was modeled after the recent MOU between the Cave Conservancy of Hawaii and the NSS. As noted at our last Board meeting, this required a rewrite due clauses in the NSS Constitution and Bylaws. A revised draft is attached for your consideration.
8. Spring NRO was an amazing success, though I was a bit underwhelmed by the participation of the NCC in the event it hosted. Thankfully, a number of people just stepped up and did what needed to be done. Too many thanks are due to list here. We actually had too many items for the Saturday night auction. Accounting is still in progress but we are looking at having made a very good return on this one.

Cave Preserve Management Plan Review Schedule

Year	March	June	September	December
2022	XX	Merlins	Jack Packers	Onesquethaw
2023	Spider	Clarksville	Salamander	Bentleys
2024	Ella Armstrong	Knox	Traino	Sellecks
2025	Bensons	Merlins	Jack Packers	Onesquethaw

There are no substantive changes to the Merlins MP being proposed this cycle.

CAVE PRESERVE REPORTS:

Bensons Cave (Luke Mazza)

Progress: Visited the property twice in the past few weeks. Once for inspection, trail clean up and removal of winter hibernation signage, and another visit to hang the new posters. The posters with Erik’s photos look great, and just in time for NRO. Off to a busy start this year with 6 permits issued. Two were for evaluation and then conducting the NCRC SPAR course, which is a great use of the preserve’s variety of vertical features.

Issues: No issues at this time.

Plans: By the next time I visit the right-of-way will be ready for mowing, and I have half a mind to again trim back the encroaching brush just to ensure it remains vehicle-accessible if needed.

Bentleys Cave Preserve (Devon Hedges, Jonah Spivak)

Progress: Inspected parking, kiosk. Visitation logs show good use

Issues: Parking area needs additional stone, grading, drainage management

Plans: Broad based dip, add crushed stone, restore drainage mitigation along trail wet spots.

Clarksville Cave Preserve (Mike Chu, Thom Engel, & Chuck Porter)

Progress: The old changing area has been removed. The new changing area is being constructed. It will be completed when the wood is available from the sawmill. It is a “four-holer.” Thanks go to Emily Davis, Mike Warner, Johnny Pitt, Erik Nieman, Devon Hedges, Shirley Madewell, and Paul Rubin for their hard work. Cave Closed signs have been removed for the season.

Issues: A Special Use group reported the following incident: "A girl tripped on a rock and her helmet smashed into an adult's face. His glasses got pushed into his nose and he got a deep cut on his nose. He says that he is fine." Emily Davis, Erik Nieman, and Bob Hyden reported an encounter at the Ward entrance with eight teenagers without helmets and only cell phones for lights. They had alcohol and at least one joint. They were told they weren't properly equipped and should not go in the cave. I (Engel) was called. I told Erik to tell them that if they were not gone by the time I arrived I would call the deputies. They left but did threaten to give us a bad review on-line. (I can say we maintain our five star rating on Google and Yelp.). Our neighbor who we've recently had to clarify property lines with has also started clearing out an area we own by our parking lot, which [perhaps not] coincidentally happens to be the only part of the boundary we didn't put a marker on.

Plans: None.

Other: I (Engel) met the new owner of the restaurant. His name is Chris Smith. He is also owner of Maple on the Lake. We discussed parking and we will maintain the longstanding practice of his customers using our part of the “restaurant” lot and our visitors may continue to park in the upper lot which is actually on the same lot as the restaurant. His plan is to do mostly take-out, but he'll have about 5 tables. Fare will be sandwiches, wings, and pizza. He hopes to be open by June, but it may be later.

Ella Armstrong Cave Preserve (Erik Nieman)

Progress: Trail maintenance/trees cleared. There was one known trip that went out to Ella during Spring NRO.

Issues: Weeds in parking area.

Plans: Ongoing project to clear the weeds overtaking the parking area.

Jack Packers (Kevin Dumont)

Progress: The preserve was visited on April 13, 2022. Locations for a trail from the parking area to the main entrance and a kiosk were reviewed and discussed with the landowner.

Issues: None to report.

Plans: A trail from the parking area to the main entrance of the cave will be established during the summer of 2022. Additionally, a kiosk will be planned and installed in a location that is agreeable to the landowner. No changing area is planned at this time, again after consultation with the landowner

Knox Cave Preserve (Mitch Berger)

Progress: Trail maintenance and preserve checkup happened on April 24; a few small trees were cleared from the trail. Another checkup happened on May 1, and another on May 14, with no new problems found. I took a group into the cave at the end of NRO on May 15 and checked on the well-travelled routes; all appears as it was pre-pandemic. C. Gentry, E. Richards, and I visited the surface during NRO to consult about trail restoration possibilities, and left with a couple of useful thoughts and a reference for a group that's done work of this type, which, as it turns out, is the same group Simmons is planning to connect us with, and which has done work for KLT at Salamander. 15 permits have been issued for the season so far, three of which were on-the-spot NRO permits for previously-unplanned trips, one of which was for Crossbones and was unused (due in part to weather), and one of which was for the DEC to remove BCI's acoustic detector.

Issues: There was some trash found along the trail during the April 24 checkup, though none in the sinkhole. We learned that we will not be moving forward in consideration for the Bender Family Foundation Grant for the trail restoration project. The NCRC requested and was denied a permit to use the cave for the SPAR course during its hibernation closure; there were then multiple requests made to

various different parties trying to get the rules overridden or waived, and one of those parties frustratingly gave one of the NCRC representatives the understanding that I had the ability to disregard the dates set in the Board-approved Management Plan, which made it very frustrating to get them to believe me that I could not. The Great Divide rope is still there. Engel and Berger need to investigate what may be poison parsnip plants. The path down the sinkhole is degrading and in need of restoration work (in the process of consultation for planning). Much of the surrounding land is for sale. Some of the “No Hunting” signs (which have been washed out by UV for a long time) appear to have been run over, and I removed those.

Plans: Periodic property inspections. Keep tabs on the sale of the surrounding land. Continue to consult with trail experts on restoration planning. Addition of trail markers and reposting of the property. Boundary marking. Removal of the Great Divide rope. Investigation of troublesome plant species. Further attempts at removal of ancient graffiti. Replace “No Hunting” signs.

Merlins Cave (Morgan Ingalls & Ramon Armen)

Progress: There were two trips into Merlins Cave since the cave opened for 2022, both during NRO weekend. A third trip is planned for Memorial Day weekend.

Issues: The kiosk sign is in bad shape and needs replacing. Some property boundary markers need replacing, and a workday with a chainsaw is needed to clean up trees that have fallen across the trail. Dome 12 culvert needs to be extended.

Plans: Schedule a surface workday to address the fallen trees, boundary markers, and kiosk. Continue to look for 36" diameter by 8' long culvert for Dome 12. Continue the Dome 12 dig project.

Onesquethaw Cave (Thom Engel, Christa Hay, & Ellen Schwartz)

Progress: Per following issue the boundary markers have been replaced. Thanks to Johnny Pitt, Erik Nieman, Devon Hedges, Shirley Madewell, and Paul Rubin for their work on this. I have again contacted Noelle Raymann-Metcalf at USF&WS regarding a bat-exclusion device for the cave. Cave Closed signs have been removed for the season.

Issues: The farmer seems to have run over and flattened the boundary markers between our property and the farmed field. I have yet to hear something from USF&WS.

Plans: Contact USF&WS again.

Salamander Cave Preserve (Cara Gentry & Erik Richards)

Progress: The preserve was visited on May 2, 2022. Brought in a geomorphology class from Vassar College.

Issues: Some graffiti inside cave at various locations.

Plans: Kiosk plans are being developed. Grand opening goal for preserve is late summer 2022.

Sellecks Cave Preserve (Erik Nieman, Tony Vasile)

Progress: Temporary sign with updated contact info placed at kiosk, along with a QR code that leads directly to the Sellecks Preserve page on the NCC website. (following Onesquethaw Preserve example). I have spoken with the NCC Kiosk Installation Team regarding a new kiosk.

Issues: Kiosk is irreparably broken. Kiosk needs new poster with updated information.

Plans: Replace kiosk with one stored at Mike Chu’s house? I will be following up with the NCC Kiosk Installation Team at the June 5 board meeting. Update contact info for preserve. New informational poster?

Spider Cave Preserve (Adriane Hectus & Kevin Dumont)

Progress: The preserve was visited on April 14, 2022 by Kevin Dumont. It was visited again by Adriane Hectus on May 23, 2022 following any possible NRO visits. Some roadside garbage was removed.

An email was received to preserve address from NCRC SPAR course instructor on May 6, 2022 for possible use on May 14, 2022. It was determined the location would not be suitable for their needs.

Issues: None to report.

Plans: Clearing of fallen trees from the stream way, trash collection along route 146, replacement of missing/fallen boundary markers, and creation of a trail along both the base and the top of the escarpment are tentatively planned for the summer of 2022.

Traino Karst Preserve (Devon Hedges)

Progress: Spring cleaning largely complete. Numerous visits to both caves arranged & attempted since March. Reclaimed stout beams from Clarksville Changing area demo/reno for parking area boundaries. Dye trace for insurgence?

Problems: Survey & mapping needs to be completed. Parking & changing areas need completion.

Plans: Parking area excavation to 6-8". Landscape fabric base, crushed stone fill to depth. Vendors for all selected, calendar and volunteer solicitation come next.

Stewardship Coordinator (Jacob Morris-Siegel)

No changes to the Merlins MP this cycle.

OTHER COMMITTEES (PRESIDENT):

Acquisitions (Chuck Porter, Bob Simmons)

Acquisitions Table for current, possible, and potential acquisitions projects is attached. Please remember that the Acquisitions Table should be considered privileged information, and so will not become part of the minutes, and so will not need redacting every quarter. Specific projects that are in play or issues that require discussion/action at the meeting are discussed below.

█, Property is still listed with an asking price of █. Includes, █, has not sold. Seeking direction to approach owners about possible subdivision.

We have been contacted by the █ concerning their planned acquisition of the █ on the property from the █ using a grant. As part of that process █ would then █. They would be looking at █. We have sent them documents and links to assist with █ has inquired whether the NCC could participate financially in this transaction if they are approved. I have already volunteered to perform an environmental assessment for them, gratis.

We had a false alarm over the status of the █ caves, indicating the owners were ready to deal with the NCC on these caves. After discussions with the owner, we learned that it was an incorrect rumor. The owners reiterated that they will someday work with the NCC on the preservation of the caves, but not at this time.

I stopped by after the EC meeting and introduced the NCC to the new owners of █. They were very friendly and receptive to actual discussions at some point in the future.

I was contacted by someone that I used to work with at Weantinoge Heritage Land Trust (now Northwest Connecticut Land Conservancy) early on concerning █. He is now a part time employee of a number of smaller trusts in NW CT. One of his trusts is negotiating a CE on the property that contains the █ in █. He has asked us (NCC) to assist with the speleological aspects of that CE, potentially including access to the caves.

█ based on █ County deeds information, it appears that █ sold the parcel with the █ that we had been discussing to the █ who own the █. I will reach out to them to see if there is any hope of gaining access/management over the cave. According to the deed, the sale price for the █ acre parcel was █.

Nominating (Norm Berg)

See attached Nominating Committee Report of elections

Risk Management (Mitch Berger)

Progress: Added coverage to our G/L policy for the Thook addition to Clarksville, the KLT land adjacent to Salamander, the leased property at Jack Packers, and our other existing access easements. Obtained Certificates of Additionally Insured for KLT and the Jack Packers owners. Obtained event Certificates of Additionally Insured for the owners of the NRO venue. Received renewals for our General Liability, Directors & Officers, and Volunteer Accident policies, and the premiums are within our budgeted amount.

Issues: We haven't received the invoices for our policy renewals yet, and the Office will be closed for some time surrounding the renewal date. We're still waiting for the CoAI from KLT for Salamander (the Easement stated that we'd exchange certificates). We'll be taking up a conversation in Executive Session that began in a different venue that was probably not well-suited to it.

Plans: Check in on the policy renewal invoices and get them to the Office before they close. Collect signed Conflict of Interest Policy copies from new Board members and Conflict of Interest Disclosure Forms from all Board members at this meeting. Assemble the rest of the committee membership. Pick up other issues that were in-progress with the former ad-hoc committee.

Tory's Cave ad hoc committee (Bob Simmons)

In limbo at present, needs someone else to take the lead.

Bat Hibernation Ad hoc committee (Mitch Berger, Emily Davis, Mike Warner, Morgan Ingalls)

Via Morgan: Dr. Shannon Browne and her undergraduate class at University of Maryland has been working the data, but given their schedule, we have not gotten an update for the meeting.

Via Bob: All of the bat acoustic detectors have been sold.

Governance ad hoc (Devon Hedges)

Nothing to report.

Vermont Land Trust MOU ad hoc (Ramon Armen) No report received.

**Attachment B
Vice President's Report**

Bylaws Committee (Joe Levinson)
Nothing to report.

Education (Thom Engel)
Nothing to report.

Science Committee (Larry Davis & Paul Rubin)

The permit for Speleothem dating was issued to Shakun and McGee. No other activity to report this quarter.

Conducted a geology educational tour through Clarksville Cave as part of the May 2022 NRO.

Provided Erik Nieman and Paul Rubin's NCKMS Geology Trail Poster and geologic text to a hydrogeology professor from Onondaga Community College to enhance a geology club trip to the Clarksville Preserve on 27 May 2022.

(Thom Engel) – There is one motion on the agenda. It amends Act 67-32 to clean up language that is now passé due to past changes to Appendix C (Science Research Policy).

Special Use (Thom Engel)

Twenty-three permits have been issued. We have a total of 93 reservations. Of this 84 or 90% are for Clarksville.

Surprise Cave Committee (vacant)

Thacher Park (Thom Engel)

The Research permit for Thacher has been renewed. I have to set some dates. As a reminder the following caves need to be mapped or remapped: Hailes Cave (John Dunham is heading this up), Novemberkill Cave, Wynd and Livingston Caves, Tory House, caves in Becraft near Hop Field, Outlet Falls Cave, Yellow Rocks Cave & spring, Dynamite Hollow Cave, Forgotten Cave, Uhl Be Cold Cave, Daddy Longlegs Cave, Stal Cave, and Danny's Cave.

Any of these can be done outside of specific work dates, however, if you do not wish to pay the parking fee please contact me at least 96 hours before the planned trip. (I have to give the park a 72-hour heads-up and I will provide you with an alternative parking pass.)

**Attachment C
Treasurer's Report**



Dues	0.00	350.00
Education	0.00	50.00
Executive		
President	0.00	100.00
Secretary	0.00	50.00
Treasurer	0.00	50.00
VP	0.00	50.00
Total Executive	<hr/>	<hr/>
	0.00	250.00
Fundraising	0.00	750.00
Insurance	928.00	2,683.00
Legal Fees	0.00	1,500.00
Licenses & Permits	0.00	200.00
Meeting Expense	0.00	100.00
Meetings & Conferences	0.00	300.00
Membership Expenses	0.00	125.00
Miscellaneous	0.00	100.00
NRO Expenses	3,150.04	0.00
Office Expense	62.00	100.00
Postage	0.00	100.00
Preserves-Administration	0.00	1,500.00
Preserves-Maintenance		
Bensons	0.00	100.00
Bentleys	0.00	200.00
Clarksville	0.00	1,000.00
Ella Armstrong	0.00	100.00
Knox	0.00	3,200.00
Merlins	0.00	400.00
Onesquethaw	0.00	50.00
Salamander	0.00	600.00
Sellecks	0.00	100.00
Spider	0.00	100.00
Traino	0.00	800.00
Total Preserves-Maintenance	<hr/>	<hr/>
	0.00	6,650.00

Promotion	0.00	1,000.00
Publishing		
Mailings	0.00	50.00
Website	0.00	210.00
Total Publishing	<hr/> 0.00	<hr/> 260.00
Science	0.00	500.00
Sponsorships	0.00	800.00
Taxes on Properties	45.04	300.00
Total Expense	<hr/> 9,216.58	<hr/> 19,893.00
Net Ordinary Income	11,834.45	0.00
Other Income/Expense		
Other Income		
Net Gain or Loss Vanguard Life	5.74	0.00
Total Other Income	<hr/> 5.74	<hr/> 0.00
Net Other Income	<hr/> 5.74	<hr/> 0.00
Net Income	<hr/> \$11,840.19	<hr/> 0.00

Barn Dance Subcommittee - Emily Davis & Mike Warner:

Progress: Amy and Russ on board

Plans: Plan for 2022. Set Date for September 24.

Problems: Paul on fence until closer to event

Membership Committee – Riley Drake: No report received

Fundraising Committee – Leslie Hatfield:

Bender Family Foundation

- Applied for money to restore the entrance to Knox Cave.
- We did not make it past the first round. Encouraged to apply next year.
- Feedback - the Foundation found other applicants' projects more compelling.

Spring NRO

- **Income/Expenses/Profit**
 - 167 attendees (160 - 14yrs and older, 4 - 6 yrs to 13 yrs, 3 - under 6yrs)
 - 252 - **camping nights** (Income \$2,500.00)

- 17 - **day fee** (Income \$85.00)
- **Meals** (Expenses \$1,168.04; Income \$3,575.00; Profit \$2,406.96)
 - 99 Saturday breakfast
 - 115 Saturday dinner
 - 86 Sunday breakfast
 - There are paper products and flatware (200+) left over for the next event.
 - Stewart's donation - see below.
- 63 **Guidebooks** (Expense \$360.00; Income \$630.00; Profit to date \$270.00)
 - Extras - sell (commissioned) through Speleobooks
- 68 **T-shirts** (Expense \$590.00; Income \$700.00; Profit \$110.00)
- **Auction** - \$1,231.00
- **50:50 Raffle** - \$83.00
- **Leftover breakfast food sales** - \$16.00
- **Random donations** - \$38.00
- **Venue** - Expense \$2,400.00 (\$2,200.00 contract, additional \$200 on-site, propane and extra electricity)
- **Band** - Expense \$200.00
- Not sure on total profit. Two dollars of every paid registration needs to go to the NRO. There are fees associated with the online registration payment platform (Stripe).
 - Ballpark - Income \$10,478.00; Expenses \$4719.00; Profit - ~\$5,758.96 (minus NRO fee - \$2/registrant, and Stripe processing fees)

Stewart's Shops - Product Donation - for use with breakfasts at NRO

- One case - 4 gallons - whole milk
- 18 dozen eggs
- 24 - 6 packs of English muffins
- One case - 9 half gallons - orange juice

Members' Day - July 9th

- Any specific fundraising ideas for the day? 50:50 raffle?

Project Guestbook

- **We need to re-boot this initiative. Who would like to be involved that isn't already?**
- Web pages creation - Do we have several people who can assist Ramon with this?
 - The signage links to the guestbook pages so these need to be created before we can have signs made.
- Phase 1 - preserves with the most foot traffic
 - Roll out date?
- Phase 2 - Winter closure caves, then year-round caves?
 - Roll out dates?

Give & Gear Up Raffle

- Who is interested in assisting with this event?
- Timeline?
- **Who is doing the ask for donations??**
 - Which businesses?
 - Same?
 - Additional?
- At which events will we sell tickets? All online?
 - Same website donation format as last time?
- Live drawing?
- Shipping of goods - Mike and Emily

Barn Dance - See Barn Dance Report

Mountain Dew Grant - \$5000 (October)

Giving Tuesday (November)

Year-End Appeal (December)

Bank of Greene County - grant, up to \$2500 (December)

Office Committee Report - Emily Davis & Mike Warner:

Progress: Status quo

Plans: none specifically

Problems: Closed for 3 weeks around NSS Convention and 3 weeks in August for the International Bat Research meeting.

Publications – Christa Hay:

Problems: None

Progress: Newsletter article request sent. Due to timing of NRO and wanting it included in the newsletter, it will not be going out before the Board meeting. As of this report an article has not been received. It will be up to two weeks after article is received to be sent out to membership.

As a reminder the deadline for getting the newsletter out is 2 weeks prior to when you want it published. If you want it to come out one week prior to the meeting, the deadline is three weeks prior to the meeting.

Technology Committee Report – Mike Chu:

Progress: Status quo

Volunteer Value Committee – Vince Kappler:

Progress: Year to date totals: 331.75 hours of volunteer work on NCC projects for a total value of \$11,183.00. Many thanks to those who reported time working on the spring NRO, the Clarksville shelter, Clarksville research project, and the several preserve managers.

I expect some additional data from other preserve managers and committees in the near future and they will be included on my third-quarter report.

Plans: I will send periodic VV reminders to the membership and monitor data collection.

Problems: None at this time.

**Attachment D
Secretary’s Report**

**EC Meeting Minutes
May 1, 2022, 10:00am
Thacher Park Visitor Center, and Online via Videoconference**

Called to order: 10:28am

Present: B. Simmons, B. Folsom, M. Berger, T. Engel, E. Nieman

1) [REDACTED]
Engel tells us that this is a Special Use group he interacted with last year. They’d applied for two separate dates in July, and then didn’t come for those trips. Instead, they showed up in August, bringing all three of their groups on the same day, and didn’t have a permit since they hadn’t bothered to print or read what they were sent. Additionally, they weren’t equipped. So, they violated conditions 1, 2, 3, 5, and 6 of the permit, and the only reason they didn’t violate condition 4 is that it has to do with the Boy Scouts. If they request a permit this year, Engel wants to be able to tell them that they’re not welcome back. He also notes that when they were confronted last August, they were very aggressive, in his face without masks, etc., and wouldn’t leave. He was tempted to call the police, and in retrospect thinks he probably should have, but he didn’t. Folsom asks if Engel can send a letter to them letting them know that they won’t be allowed back. Engel says he can, if he digs out their address, but is hoping that they won’t reappear and just wants us to be prepared in case there’s an issue this year.

2) Addressing Special Use appropriateness in Management Plans

This topic arose because Engel was recently contacted by someone who runs a wilderness school in Petersburg, NY, and was looking to take the group to Bentleys and Merlins, the latter of which is probably not appropriate for teens. He also notes that when we were having discussions about the possibility of acquiring Phoebe Pit, the same issue of whether it would be appropriate for Special Use groups had occurred to him. His suggestion is that perhaps we should utilize the “Access Policy” section in each of the Management Plans to add one line for each cave as their respective plans come up for renewal stating something like “this cave is/is not appropriate for Special Use groups.” Berger feels that we shouldn’t try to legislate what caves are appropriate for whom, and notes that we must

keep in mind that “Special Use” is an incredibly broad spectrum of groups for us, ranging from total novices all the way up to the NCRC itself, and Merlins would be an entirely appropriate cave for an NCRC course to run some sort of advanced rescue training scenarios in. Additionally, he points out that we don’t want to take on the liability associated with deciding whether various groups are “qualified” to visit a given cave anyhow. Simmons draws an analogy to state parks, where perhaps people can be steered away from areas they might not be ready to safely visit by presenting some vivid descriptions of the challenges, but ultimately prospective visitors decide whether it’s for them or not. And, perhaps unfortunately, caves just don’t have something equivalent to the ratings various pitches are assigned for rock climbers to understand their difficulty levels.

3) Covid [again] and permit caves

Over the last couple of years, Engel has essentially limited Onesquethaw to one trip per day. Berger has, likewise, only issued one Knox permit per day unless the first group to ask for one has agreed to coordinate with an additional group to figure out what arrangements the two groups were comfortable with in terms of either being present at the same time or staggering their visit times. Engel raised this topic, as we’re now entering the third open season during the pandemic, to see whether we should change our practices. Folsom doesn’t feel that we should treat Covid as a factor at this point. Berger indicates that he wasn’t planning to do anything to artificially “meter” permit issuances for Knox this season, unless things got markedly worse to the point that New York began imposing restrictions again.

4) NYS unique geological features and NYS geological travel map update

Simmons hasn’t heard anything new, and neither has Engel, though the latter is still trying to negotiate the bureaucracy of the DEC to get his name on the list of people to be kept in the loop about the regulations as they get written.

5) Update on [REDACTED] acquisition of [REDACTED] property

Simmons had been hoping to run into [REDACTED] from [REDACTED] to discuss it. They’d exchanged e-mail, and he was expecting to be able to connect next week at the NY LTA conference, but [REDACTED] isn’t attending. They’ll try to make this happen somewhere else; progress has been pushed off for a year because of the prospective funding source ([REDACTED]). There’s no new news right now. The big issues looking forward are planning [REDACTED] and the [REDACTED]. Engel asks whether we know if [REDACTED]; Simmons responds that we do, and [REDACTED].

6) Updates for the NSS Conservation Division regional report

Berger notes that though he hasn’t been asked for a report yet, he suspects such a request is going to be forthcoming shortly, and so he asks if the group has suggestions for things to include in his next report about conservation efforts in our region. Suggestions made were as follows:

- The Jack Packers lease
- Two Clarksville workdays
- Mentioning that things have been slow with most of the caves closed for the hibernation season
- Trail maintenance at various preserves
- Work establishing the parking area at the Traino Preserve
- Permits having been obtained for replacement of the Gage cabin, and that the old one’s scheduled for demolition June 25
- Fallen trees having been cleared off of the railroad tracks leading to Borroughs by the Niagara Frontier Grotto

7) Checkin on Science Policy updates for the next Board meeting

Engel tells us that he’s still waiting for some input on his draft. Berger provided some shortly after the initial draft was circulated, but Engel felt that it wasn’t really specific enough to act on; Berger’s not sure what else he could’ve done, as the essence of his feeling was that the whole thing really needed to be refactored and rewritten as it’s very confusingly repetitive in various areas, occasionally inconsistent, and doesn’t manage to highlight what’s actually different on the Board vs. Ad-hoc committee approval process, or the single vs. multi-preserve path. Folsom found the brouhaha at the last Board meeting on this topic fairly unpleasant, and would like to avoid having a repeat of it. Engel raises the question of who should be making the decision about where to route proposals (to the Board or to the Ad-hoc committees), and tells us that the Science Committee co-chairs want it to be them. Berger indicates that he agrees that the Science Committee should be able to choose the initial path a proposal takes, and that it seems like it’d be micromanaging for the Board or EC to involve itself in that way. Folsom expresses some uncertainty about what would ever dissuade the Board from approving any given project. Engel suggests that they might deny approval to a project that proposed to do things involving more obvious significant impact than taking chipped items from the ground. Berger suggests that they might deny approval to a researcher that had previously failed to honor our research rules, and notes that some years back, we had a fairly repetitive problem with not actually receiving updates on projects or results of research for us to share with the world. Simmons feels that there were too many responsibilities involved here with people and committees tripping over each other, and that this one was a “cluster,” but it finally got done. He thinks we need to clean up the policy deficiencies, then we need to have a post-mortem, clarify the role the Science Committee plays in the process, and make it clear to everyone that that the EC and/or Board aren’t at odds with the Committee. Berger notes that he hasn’t yet updated the template for the Research Letter of Agreement that goes with Appendix C, though plans to in time for the Board meeting.

8) 2022 Members Day

It's scheduled for July 9. Folsom says that we need a point person for it. Simmons tells us that last year, the tarp setup was a bit difficult, and we may have tried to start a bit early and run longer than we needed to - the group saw the rain coming, but tried to keep to the pre-planned schedule. Folsom asks if we should plan on 11-4 or 11-5 as hours for this year. Simmons says that the concept was that people might go caving, then come back and have a burger before going home. Berger asks about the Certificate of Merit awards and the schedule. Nieman suggests that we have that presentation ceremony at around 1pm, so it's after the lunch "rush." Folsom asks whether there's a preserve cleanup needing to happen that could be offered as an activity during the day. Simmons suggests that we could give tours of our new property. Berger offers that Simmons's "emcee" spiel could include the bullet points that would ordinarily be found in one of those year-end letters we've not managed to send out lately. Folsom adds that it's a good time to say the sorts of things that are typically shared with the group before the auction at NRO. Engel asks whether we should invite our neighbors [REDACTED]? Simmons says "all of the above" and adds [REDACTED] to the list. Berger adds [REDACTED]. Engel asks about [REDACTED]. Engel mentions [REDACTED]. And Folsom asks if we should have an ad-hoc Members Day Committee.

9) E-mail newsletter

Folsom asked Mazza about other providers (aside from Mailchimp, which we're currently using for e-mail distribution), and he replied that they're basically all the same, though his wife produces newsletter templates for other organizations. Folsom also reminds us that Engel volunteered to produce a bunch of the content... to which Engel replies "I did?" Folsom notes that it's now a couple of months later, and we still don't yet have a template, and had the sense that we were waiting for the idea of taking Mazza up on the offer to be given the "go-ahead." Simmons supported doing so. Berger asks about progress on migrating our Mailchimp setup to an organizational account instead of one in a single person's name, and it seems that we haven't yet taken any steps to make this happen. [Ed: After the meeting, Folsom checked, and it turns out that he had in fact already created a new organizational account for us on MailChimp.]

10) Membership Committee help

Simmons reports that he tried talking Youngbear into temporarily reprising his former role while Drake is away, and that he was turned down. Engel asks whether anyone has asked the Office Committee. Folsom says that he doesn't think the Office Committee is looking for more responsibilities. Essentially, some of the key tasks are that we need to follow members' expiration dates and welcome new members. Simmons notes that much of this is maintaining the Membership Database. Folsom wonders if Hatfield might be willing to take this on. Berger reminds us that she'd previously agreed to do *some* of it - specifically the forward-facing portions of it at Members Day - but not the rest.

11) Certificate of Merit candidates for approval at June Board meeting

Engel asks whether we actually issued the originally approved awards, and Simmons responds that we did not manage to do so, because of the pandemic, and that a presentation didn't occur as part of last year's event. Engel suggests that in that case, we should move forward with awarding those certificates this year, as they've already been approved, and then be more proactive about considering potential recipients for next year.

12) NRO update

Simmons and Folsom are very glad that it has online registration. Everything's set up as far as planning - the schedule's done, people have committed to doing various things, the site's been visited. It's in somewhat of an odd state because nobody's held events at the site for 2.5 years, so the property is sort of a mess with vehicles all over the place, though we've been told that they'll be moved. When Folsom showed up last time, he was able to just do the auction without doing the event organization. N. Berg has been helpful, and was enticed with free registration and camping for all the work he put into setting up online registration. We have a checklist of items to be aware of from him. Folsom thought Engel was going to handle the guidebook, but perhaps not all of it. Engel reports that he updated the descriptions for Balls, Spider, and Schoharie, and some others, and sent those to J. Dunham. Having handled 10 caves, Engel is now washing his hands of it. Folsom tells us that Davis is basically handling the whole dinner. Breakfast supplies will be getting purchased for A. Foord and K. Moore for the Saturday and Sunday morning meals. We're looking for coffee urns. And Folsom tells us that he needs a bit of help from CCG - he sent mail to their info address, but it didn't go through, and Berg found some issue with that mail alias. The request was for help with the tarps, which seemingly nobody knows where they've gone to. Engel will be at the event all day Saturday. We won't be dealing with any alcohol; the event is BYOB. Getting the hot tub filled may be an issue; Francois will need hoses. Simmons wonders just how much water they'll want. We'll have the squeezebox, though we will need to do a bunch of transporting. Folsom has told the site administrator that we'd be there at noon, and plan to open for registration at 4pm. There are a number of auction items being staged at Speleobooks. Berger has much of the NCC swag. We'll have to bring propane to supply the hot tub and the showers with heat. Simmons's grill will need to come. The venue owners need Certificates of Additionally Insured from us. We need extension cords. We're not sure whether Hatfield has the tickets for the 50/50 raffle we plan to hold. Berg has recently asked how many registration tickets he should laminate. At the moment, we have 27 preregistrations of the 35 people who've said they were already committed to attend. Engel reminds us that we should have the NCC "dunning" list of lapsed or soon-to-lapse members. Folsom told Davis that Speleobooks should share the NCC tent since the store isn't setting up its own booth (Warner will be away and Davis will be handling meals for the event, so Haberland will staff Speleobooks). We believe the NCC's big tent is at Speleobooks (our new smaller 10'x10' is at Berger's home, but shouldn't be needed for now, and may next be

needed at OTR, so it may be best to keep it where it is for now). Finally, Folsom tells us that his auctioneer costume will be Medusa this season.

13) Native American Acknowledgment ad-hoc Committee update

Simmons tells us that Dumont is talking with the folks from KLT. Engel had a brief discussion with G. Kristal about something for the kiosk at Jack Packers, and notes that we need to be sure we're thinking of the correct Indian tribes in the correct places, because acknowledging the wrong tribes would be worse than doing nothing at all. Simmons noticed that something seems afoot with an acknowledgment effort by the Mohawk-Hudson Land Conservancy as well.

14) Executive Succession ad-hoc Committee update

Simmons tells us that unfortunately, nothing has happened. Folsom asks to check his understanding of the current situation, which is that Berger and Simmons are term-limited at the end of 2023, and that he and Engel will be term-limited at the end of the following year (this is correct, assuming the current officers remain in their positions until those dates). Berger wonders whether somehow the Trustees aren't fully aware of what things we take care of, and which would cease to happen if we don't figure out succession plans. Engel suggests that we need to write up our job descriptions. Folsom recalls that we did this at the request of C. Young sometime ago. Engel thinks we may need to do it again. Folsom reminds us that he'd mentioned at a recent Board meeting the possibility of getting rid of the term-limit rule, but that Berger and Simmons said that they didn't want to continue doing the positions. Berger says that that wasn't the reason he and Simmons weren't in favor of removing the term-limit rule - it was a sound rule, and nothing material about it has changed. Engel agrees that this is an issue the Board needs to address, and suggests that maybe we should have a retreat where we talk about not-the-day-to-day stuff. Perhaps, he says, we should insist that we have the interviews with the Trustees in September. Simmons thinks that maybe this would best be solved by setting aside some time separate from a Board meeting where we can sit around a campfire. Nieman agrees that a specific meeting of some form should take place to discuss this issue. Engel suggests an October timeframe, while Folsom and Nieman feel that sooner would be better than later. Possible venues suggested include the Schoharie cabin and Speleobooks. Folsom suggests July 30 as a potential date, but that definitely wouldn't work for Simmons.

15) Conservancy Communications ad-hoc Committee update

Simmons hasn't heard anything new from Dumont on this.

16) Salamander grand opening and website presence

Simmons reports that he got some info from Berger about permitting at Knox to assist Gentry with plans for Salamander. She has worked on a mockup of a webpage, and has been trying to get in touch with Morris-Siegel for info about how we get the kiosk and changing area built. There's no date set yet for the grand opening, but we're probably targeting the end of the summer.

17) Insurance updates

Berger reports that he's received renewal premiums for two of our three policies that renew in June. One of them is right on target, according to our budget, and the other he hasn't dug up the historical info to check yet. He also needs to obtain the various Certificates of Additionally Insured that we need to have issued for NRO and for the owners of Jack Packers and the land adjacent to the Salamander Preserve, and will hopefully be able to take care of those this week.

18) Onesquethaw winter bat protection device

Engel hasn't heard back from the USFWS about this, but he's e-mailed them again. Berger had thought our plan at this point was to issue an "ultimatum" (i.e. inform them what our plans are, and that we'll move forward if we don't hear back about any problems with it). Engel thinks that we probably should've done that perhaps 2-3 years ago, but now the NLEB is about to become listed as Endangered (as opposed to Threatened). Berger is under the impression that that doesn't change anything in our case, since the New York State DEC treats species the same in those two categories, and the "4d Rule" that will be removed when the classification changes wasn't the thing that specified the requirements to be able to disqualify a site from the hibernaculum list.

19) Update on sale of NYSCPP project acoustic detectors

Simmons happily reports that we no longer own any of them - they've all been sold! 11 units were sold at \$650 each, and then the remaining 2 were sold at the same price to a different researcher.

20) Vermont Land Trust Memorandum of Understanding

Simmons hasn't heard anything new from Armen on this front.

21) Website modernization

Berger tells us that the ad-hoc committee still hasn't met. Nieman reports that he was asked about some photos for the website, but hasn't heard back about what's wanted in a while.

22) Board Manual updates

Berger doesn't have anything new to report, having still not managed to come up for air for long enough to do some focused work on it. Simmons still wonders if there's a way to get him some help, perhaps from Kappler.

23) Knox sinkhole trail restoration / Tahawus Trails

Simmons wonders whether we may be able to apply for an NYSCPP grant for accessibility improvements here. While Berger fondly recalls Traino telling him at one of their first meetings that he liked to keep the trail to Ella Armstrong groomed smoothly enough that you could roll a wheelchair right up to the cave, it seems a bit of a stretch to think that the specific portion of the trail that descends the sinkhole could end up being considered “accessible” no matter what we do to it, short of ramps, an elevator, and commercialization, none of which are under consideration. However, he does report that the ice is gone from the sinkhole, and so we’re ready to get serious again about figuring this out.

24) Project Guestbook

Berger tells us that he hasn’t found a time to get people to meet again.

25) International Year of Caves and Karst

Nothing new was discussed on this topic.

26) Jake Moon landowner update

Engel had a nice chat with C. Smith, who also owns Maple on the Lake and is a county legislator. Smith seemed approachable, and Engel has his card. He hadn’t quite realized what he now owns and what we own, with respect to the upper parking lot, so he and Engel discussed the deal we’ve had with the previous owners, which seemed reasonable to him. This new restaurant is going to mostly do takeout of sandwiches, deli stuff, wings, and pizza, though it will have about 5 tables to eat in. They’re hoping to open by June, though they’ve been having some problems getting refrigeration equipment, so it might take as long as until September. We plan to invite him to Members Day.

27) Acquisitions

[REDACTED]

28) NCC swag

We ran into a problem with the new hats we'd wanted to have made with our logo - the embroidered logo with all the detail would be too big. We should see if someone is willing to help simplify it so that it could be small enough to fit, yet still be our actual logo. Nieman may be able to help, and will work with Davis on vendors.

29) Plans for our properties to turn over to the NSS should we fail

Simmons hasn't finished this up, and is going to rework the draft MoU because the NSS policies prohibit the reciprocity he'd placed in the previous draft. Once that's done, he'll bring the new version back to the Board.

30) Report scheduling

The meeting is June 5, so Berger would like Officer attachments by May 30, which means Officers want Committee submissions by May 23, and a first reminder e-mail ought to go out by May 9.

31) Trustee election

Simmons tells us that when last he heard, of the three Board members whose terms are expiring, two are running again, and one will not be. Nobody else has positively agreed to run for it yet. Folsom will suggest that Berg contact F. Errandonea or do so himself. Simmons may reach out to P. Woodell or ask Dumont to do so.

32) Jack Packers grand opening

Engel suggests putting this off a bit until some work like marking the trail has been done down there (and installing the kiosk). G. Kristal is fine with having no changing area installed. It's also been decided that the kiosk will be visible from the roadway.

End: 3:53pm

**Attachment E
Nominating Committee Report**

This year there were three candidates running for the three open trustee positions. All received at least one vote, and will begin their three year terms on June 5.

This is the result, sorted by votes:

Kevin Dumont 29 incumbent
Leslie Hatfield 28 incumbent
Larry Davis 20 new to board

All ballots were distributed by email, as all eligible members had an email address. A total of 109 ballots were sent and 30 returned, yielding a 28% return rate. The ballot had an optional question which asked to recommend future candidates. There was one entree: Erik Nieman.

The results of the election have been emailed to all candidates.

Norm Berg
NCC Nominating Committee Chair
nominating@necaveconservancy.org