

**The Nature Foundation of Will County
Minutes of the November 30, 2022 Annual Meeting
Sugar Creek Administration Center**

- A. Call to Order
 - 1. Ragan Pattison called the meeting to order at 5:05 p.m.
- B. Pledge of Allegiance
 - 1. Ralph Schultz led the pledge to the flag.
- C. Roll Call
 - 1. Cynthia Harn called roll. Voting directors present: Theimer, Filotto, Flax, Pattison. Ex-Officio directors present: Mueller, Schultz. Others present: Cynthia Harn
- D. Approval of Minutes
 - 1. Minutes of October 26, 2022 – Theimer moved to approve the minutes, Flax seconded. Motion passed unanimously.
- E. Reports of Officers
 - 1. Chairperson’s Report – Pattison thanked everyone for participating in planning discussions.
 - 2. Treasurer’s Report
 - i. Financial Report – Harn presented the financial reports including the 10/31/2022 balance sheet and 11/23/2022 quarterly statement of activity. Flax moved to approve the reports, seconded by Theimer. Motion passed unanimously.
 - 1. Balance Sheet – October 31, 2022
 - 2. Quarterly Statement of Activity – November 23, 2022
 - ii. Budget vs Actuals – November 23, 2022
 - iii. Schedule of Bills – September 21 through November 23, 2022 – Harn presented the schedule of bills. Flax moved to approve, seconded by Theimer. Motion passes unanimously.
- F. Committee Reports
 - 1. Fundraising and Projects Committee – None
 - 2. Finance Committee - None
 - 3. Board Development Committee – None
- G. Old Business – None
- H. New Business
 - 1. Proposed Reappointment of Two Existing Directors – Pattison moved to approve, second by Flax. Motion passes unanimously.
 - 2. Presentation and Approval of Slate of Candidates for the Election of Officers – Motion to approve the slate of candidates by Pattison, second by Flax. Motion passes unanimously.
 - 3. Election of Officers
 - i. Motion to elect Pattison as Chair by Flax, second by Filotto. Motion passes unanimously.
 - ii. Motion to elect Flax as Vice Chair by Pattison, second by Filotto. Motion passes unanimously.
 - iii. Motion to elect Garner as Treasurer by Pattison, second by Filotto. Motion passes unanimously.
 - iv. Motion to elect DeMauro as Secretary by Pattison, second by Filotto. Motion passes unanimously.

4. Approve Appointments for the Finance, Board Development and Fundraising & Projects Committees
 - a. Motion to approve Filotto as Vice Chair to the Finance Committee by Theimer, second by Pattison. Motion passes unanimously.
 - b. Motion to reappoint Flax as Vice Chair to the Fundraising & Projects Committee by Pattison, second by Theimer. Motion passes unanimously.
 - c. Motion to reappoint Theimer as member to the Fundraising & Projects Committee by Pattison, second by Flax. Motion passes unanimously.
 - d. Motion to approve Schultz as member to the Board Development Committee by Pattison, second by Flax. Motion passes unanimously.
 5. Review Draft Guide to Foundation Committees with Considerations Regarding Committee Engagement and Compliance with the Open Meetings Act – Motion to approve Harn drafting amended bylaws to allow committee meetings and/or participation in them to take place by video, audio, telephone and other electronic/virtual means for Board approval in January 2023 by Pattison, second by Flax. Motion passes unanimously.
 6. Approve the 2023 Annual Work Plan – Motion to approve the 2023 Annual Work plan by Pattison, second by Theimer. Motion passes unanimously.
 7. Approve Resolution No. 22-03, The Nature Foundation of Will County 2023 Budget, as presented in Exhibit A – Motion to approve Resolution No. 22-03, the 2023 Budget by Flax, second by Pattison. Motion passes unanimously.
 8. Approval of the 2023 Board Meeting Schedule – Motion to approve the 2023 Board Meeting schedule by Pattison, second by Filotto. Motion passes unanimously.
 9. Approve Two Professional Services Contracts for Consulting Services in 2023 – Motion to approve consulting services for Harn as Executive Director by Pattison, second by Theimer. Motion passes unanimously. No action was taken on the contract for bookkeeping services since the independent contractor withdrew their proposal.
 10. Approve 2023 Board Member Work Plan Commitment Agreement – No action to approve was taken. Board members are reviewing and will approve at their January 2023 Board meeting.
- I. Reports
1. Status of 2022 Year-End Appeal – Harn reported that the Foundation has received around \$6,500 in donations and also received notification that it received a \$7,500 donation for Enbridge Alliance for bird ecology events including Eagle Watch, Migration Celebration and Pelican Watch at Four Rivers.
- J. Presentations – None
- K. Comments by Directors – None
- L. Comments by the Public – None
- M. Comments by the Executive Director – None
- N. Next Meeting Dates
1. Wednesday, January 25, 2023
 2. Wednesday, March 22, 2023
- O. Adjournment – Motion to adjourn by Flax, second by Theimer at 6:10 p.m. Motion passes unanimously.

Respectfully submitted,
Cynthia Harn